

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

In re

FLEXSHOPPER, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 25-12254 (LSS)

Jointly Administered

Re: D.I. 9

**FINAL ORDER (I) AUTHORIZING DEBTORS TO (A) CONTINUE
THEIR EXISTING CASH MANAGEMENT SYSTEM, (B) HONOR CERTAIN
PREPETITION OBLIGATIONS RELATED THERETO, (C) MAINTAIN THEIR BANK
ACCOUNTS AND EXISTING BUSINESS FORMS, (D) IMPLEMENT CHANGES TO
THE EXISTING CASH MANAGEMENT SYSTEM AS NECESSARY, AND (E)
CONTINUE ORDINARY COURSE INTERCOMPANY TRANSACTIONS, (II)
EXTENDING THE TIME TO COMPLY WITH THE REQUIREMENTS OF 11 U.S.C.
§ 345(b) AND THE U.S. TRUSTEE’S OPERATING GUIDELINES,
AND (III) GRANTING RELATED RELIEF**

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”) and a final order (this “Final Order”) pursuant to sections 105(a), 345(b) and 363(c)(1) of the Bankruptcy Code, Bankruptcy Rules 2015, 6003 and 6004(h) and Local Rules 2015-2 and 9013-1(m): (i) authorizing, but not directing, the Debtors to (a) continue to operate their existing cash management system, (b) honor certain prepetition obligations related thereto, (c) maintain their existing bank accounts and business forms, (d) implement any changes to the existing cash management system as the Debtors deem necessary or appropriate, including, without limitation, opening new bank accounts or closing existing bank accounts, and (e) continue ordinary course

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal EIN, are FlexShopper, Inc. (6087); FlexShopper, LLC (0385); FlexLending, LLC (5373); FlexRevolution, LLC (4102); FlexRetail, LLC (5129); Flex TX, LLC (6818); Flex TX Funding, LLC (2754); and Flex TX CAB, LLC (3656). The Debtors’ mailing address is 901 W Yamato Road, Suite 260 Boca Raton, FL 33431.

² Capitalized terms not defined herein are used as defined in the Motion.

Intercompany Transactions; (ii) extending the Debtors' time to comply with the requirements of section 345(b) of the Bankruptcy Code and the U.S. Trustee Guidelines on a final basis; and (iii) granting related relief, all as more fully described in the Motion; and the Court having previously entered the Interim Order; and upon consideration of the First Day Declaration; and due and sufficient notice of the Motion having been given; and it appearing that no other or further notice need be provided; and it appearing that the relief requested by this Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED on a final basis as set forth herein.
2. The Debtors are authorized but not directed to continue to use the Cash Management System, including the Bank Accounts, in the ordinary course of business.
3. The Debtors are further authorized but not directed to: (i) continue to use, with the same account numbers, the Bank Accounts in existence on the Petition Date, and need not comply with the requirement to establish separate accounts for cash collateral and/or tax payments established in the U.S. Trustee Operating Guidelines; (ii) treat the Bank Accounts for all purposes as accounts of the Debtors as debtors in possession; (iii) deposit funds in and withdraw funds from the Bank Accounts by all usual means, including, without limitation, by check, wire transfer and other methods; (iv) pay the Service Charges, including Service Charges arising before the Petition Date in the aggregate amount not to exceed \$13,000; and (v) otherwise perform their obligations under the documents governing the Bank Accounts.

4. The Debtors are authorized, but not directed, to honor and pay prepetition Service Charges in the aggregate amount not to exceed \$13,000, and the Bank is hereby authorized to debit, charge or deduct, as applicable, such valid amounts in the ordinary course of business.

5. The Debtors are authorized to use, in their present form, all Business Forms and other documents related to the Bank Accounts, without reference to their status as debtors in possession, *provided, however*, that if the Debtors exhaust their existing check stock during the pendency of these chapter 11 cases, the Debtors will order checks with a notation indicating the designation “debtor in possession” and the lead case number of these cases.

6. The Debtors are authorized to open new bank accounts or close any Bank Accounts as they may deem necessary and appropriate without further order of this Court; *provided, however*, that the Debtors shall provide the U.S. Trustee and counsel to the Official Committee of Unsecured Creditors (the “Committee”) notice of the opening of any new bank accounts or closing of any Bank Account within 15 days of opening or closing an account; and *provided further*, to the extent the Debtors open a new bank account, the Debtors shall open such new bank account(s) at a bank that has executed a Uniform Depository Agreement with the U.S. Trustee, or at a bank that is willing to immediately execute such an agreement.

7. Except as otherwise expressly provided in this Final Order, the Bank is authorized to: (i) continue to maintain, service and administer the Bank Accounts as accounts of the Debtors as debtors in possession and provide related treasury, account and cash management services, all without interruption and in the ordinary course of business; (ii) receive, process, honor, and pay, to the extent of available funds, any and all checks, drafts, EFT (including wires or ACH transfers), credit card payments, and other items presented, issued, or drawn on the Bank Accounts; *provided, however*, that any check, draft or other notification that was drawn, issued, or

otherwise presented before the Petition Date may be honored by the Bank only to the extent authorized by order of the Court; (iii) accept and honor all representations from the Debtors as to which checks, drafts, EFT (including wires or ACH transfers), credit card payments, and other items presented, issued, or drawn should be honored or dishonored consistent with any order of the Court and governing law, whether such checks, drafts, EFT (including wires or ACH transfers), credit card payments and other items are dated before or after the Petition Date; and (iv) debit or charge the Bank Accounts for all valid bank fees, whether arising before, on, or after the Petition Date.

8. The Debtors' Bank is authorized to debit the Debtors' accounts in the ordinary course of business without the need for further order of this Court for: (i) all checks drawn on the Debtors' accounts which are cashed at such Bank's counters or exchanged for cashier's checks by the payees thereof prior to the Petition Date; (ii) all checks or other items deposited in one of Debtors' accounts with such Bank prior to the Petition Date which have been dishonored or returned unpaid for any reason, together with any fees and costs in connection therewith, to the same extent the Debtors were responsible for such items prior to the Petition Date; and (iii) all prepetition amounts outstanding as of the date hereof, if any, owed to any Bank as Service Charges for the maintenance of the Cash Management System.

9. The Debtors' Bank may rely on the representations of the Debtors with respect to whether any check or other payment order drawn or issued by the Debtors prior to the Petition Date should be honored pursuant to this or any other order of this Court, and such Bank shall not have any liability to any party for relying on such representations by the Debtors as provided for herein.

10. Those certain existing deposit agreements between the Debtors and the Bank shall continue to govern the postpetition cash management relationship between the Debtors and the Bank, and that all of the provisions of such agreements, including, without limitation, the termination and fee provisions, shall remain in full force and effect. Either the Debtors or the Bank may, without further Order of this Court, implement changes to the cash management systems and procedures in the ordinary course of business pursuant to terms of those certain existing deposit agreements, including, without limitation, the opening and closing of bank accounts.

11. The Debtors are authorized but not directed to continue performing Intercompany Transactions in the ordinary course of business on a postpetition basis. All Intercompany Claims arising after the Petition Date shall be identified as such and accorded administrative expense priority in accordance with sections 364(b), 503(b) and 507(a)(2) of the Bankruptcy Code.

12. In connection with the ongoing utilization of the Cash Management System, the Debtors shall continue to maintain records with respect to all transfers of cash in the ordinary course so that all transactions (including Intercompany Transactions) may be readily ascertained, traced, recorded properly, and distinguished between prepetition and postpetition transactions and shall make such records available to the U.S. Trustee and Committee upon request.

13. In connection with the ongoing facilitation of the Cash Management System, the Debtors shall maintain records with respect to all transfers from and to non-Debtors FlexShopper 1, LLC and FlexShopper 2, LLC so that all transactions may be readily ascertained, traced, and recorded properly, and shall make such records available to the U.S. Trustee and Committee upon request.

14. Solely with respect to the accounts held by FlexRevolution, the Debtors shall have 30 days from the date of this Final Order to comply with the requirements of section 345(b) of the Bankruptcy Code, to the extent applicable, without prejudice to the Debtors' rights to seek a further extension of time or to seek to deviate from the requirements of section 345(b) of the Bankruptcy Code.

15. The Debtors are authorized to amend the schedule of the Debtors' Bank Accounts attached to the Motion as Exhibit C by filing a notice with the Court. Any Bank Accounts subsequently added to the schedule of Bank Accounts shall be subject to this Order upon the filing of such notice.

16. Nothing herein shall require banks and financial institutions with accounts held and maintained by Non-Debtor Affiliates to comply with the requirements under section 345(b) of the Bankruptcy Code or any of the U.S. Trustee's requirements or guidelines.

17. Notwithstanding the Debtors' use of a consolidated cash management system, the Debtors shall calculate quarterly fees under 28 U.S.C. § 1930(a)(6) based on the disbursements of each Debtor, regardless of which entity pays those disbursements.

18. As soon as practicable after entry of this Final Order, the Debtors shall serve a copy of this Final Order on the Bank.

19. Nothing herein is intended to modify, alter, or waive, in any way, any terms, provisions, requirements, or restrictions of any Final DIP Order, any DIP Document, any Final Securitization Order, or any Securitization Transaction Document.

20. The Debtors are authorized to take, or cause to be taken, all actions necessary to effectuate the relief granted pursuant to this Final Order in accordance with the Motion.

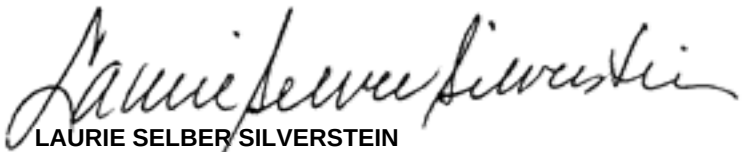
21. Notice of the Motion as provided therein shall be deemed good and sufficient notice which satisfies the applicable Bankruptcy Rules and the Local Rules.

22. The requirements of Bankruptcy Rule 6003(a) have been satisfied because the relief set forth in this Final Order is necessary to avoid immediate and irreparable harm.

23. Any Bankruptcy Rule or Local Rule that might otherwise delay the effectiveness of this Interim Order is hereby waived, and the terms and conditions of this Interim Order shall be effective and enforceable immediately upon its entry.

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

Dated: January 21st, 2026
Wilmington, Delaware


LAURIE SELBER SILVERSTEIN
UNITED STATES BANKRUPTCY JUDGE