

DAVID L. NEALE (SBN 141225)
TODD M. ARNOLD (SBN 221868)
ROBERT M. CARRASCO (SBN 334642)
LEVENE, NEALE, BENDER, YOO & GOLUBCHIK L.L.P.
2818 La Cienega Avenue
Los Angeles, California 90034
Telephone: (310) 229-1234
Facsimile: (310) 229-1244
Email: DLN@LNBYG.COM; TMA@LNBYG.COM; RMC@LNBYG.COM

FILED & ENTERED

AUG 16 2023

CLERK U.S. BANKRUPTCY COURT
Central District of California
BY may DEPUTY CLERK

Proposed Attorneys for Debtors and Debtors in Possession

CHANGES MADE BY COURT

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION

In re:

- ☐ ITTELLA INTERNATIONAL LLC,
a California limited liability company
☐ ITTELLA'S CHEF, LLC,
a California limited liability company
☐ TATTOOED CHEF, INC.,
a Delaware corporation
☐ MYJOJO, INC.,
a Delaware corporation
☐ NEW MEXICO FOOD DISTRIBUTORS, INC.,
a New Mexico corporation
☐ KARSTEN TORTILLA FACTORY, LLC,
a New Mexico limited liability company
☐ BCI ACQUISITION, INC.,
a Delaware corporation
☐ TTCF-NM HOLDINGS INC.,
a Delaware corporation
☒ All Debtors

Debtors and Debtors-in-Possession.

Lead Case No.: 2:23-bk-14154-SK

Jointly Administered with Case Nos.:
2:23-bk-14159-SK; 2:23-bk-14161-SK;
2:23-bk-14157-SK; 2:23-bk-14158-SK;
2:23-bk-14155-SK; 2:23-bk-14156-SK; and
2:23-bk-14160-SK

Chapter 11 Cases

**ORDER GRANTING DEBTORS'
MOTION TO: (1) APPROVE
AUCTION(S) AND BID PROCEDURES
FOR THE SALE OF EQUITY AND/OR
ASSETS AND (2) SET SCHEDULING
FOR A MOTION TO APPROVE THE
SALE OF EQUITY AND/OR ASSETS**

Hearing

Date: August 16, 2023
Time: 9:00 a.m.
Location: Courtroom 1575
255 East Temple Street
Los Angeles, California 90012

1 A hearing was held at the above-referenced date, time, and location for the Court to
2 consider the *Debtors' Motion To: (1) Approve Auction(s) And Bid Procedures For The Sale Of*
3 *Equity And/Or Assets And (2) Set Scheduling For A Motion To Approve The Sale Of Equity*
4 *And/Or Assets* (the "Motion")¹ [Dkt. 174] filed by Ittella International LLC, Ittella's Chef, LLC,
5 Tattooed Chef, Inc., Myjojo, Inc., New Mexico Food Distributors, Inc., Karsten Tortilla Factory,
6 LLC, BCI Acquisition, Inc., and TTCF-NM Holdings Inc., the debtors and debtors-in-possession
7 in the above-captioned, jointly administered Chapter 11 bankruptcy cases (collectively, the
8 "Debtors").

9 The Court, having considered (1) the Motion and all of the pleadings and evidence filed
10 by the Debtors in support of the Motion, (2) the oppositions (the "Oppositions") to the Motion
11 filed by (a) Larry Gutierrez [Dkt. 211], including his declaration in support thereof (the
12 "Gutierrez Declaration" [Dkt. 212], (b) the Official Committee of Unsecured Creditors in the
13 NMFD bankruptcy case [Dkt. 217], and (c) Grateful Egg, LLC [Dkt. 253], which was filed after
14 the deadline set forth in the Court's *Scheduling Order Re Bid Procedures Motion* (the
15 "Scheduling Order") [Dkt. 187], (3) the Debtors' reply to the Oppositions [Dkt. 232] and
16 evidentiary objection to the Gutierrez Declaration [Dkt. 231], (4) the statements, arguments,
17 representations, and any testimony duly admitted into evidence at the hearings on the Motion, and
18 (5) good cause appearing,

19 **HEREBY FINDS, ORDERS, DETERMINES, AND DECREES AS FOLLOWS:**

20 (1) This Court has jurisdiction over the Debtors' Chapter 11 cases, the Motion, and
21 the parties and property affected thereby pursuant to 28 U.S.C. §§ 157(b) and 1334.
22 Consideration of the Motion constitutes a core proceeding as defined in 28 U.S.C. § 157(b)(2).
23 Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

24 (2) Notice of the Motion, the relief requested therein, and the hearing on the
25 Motion was adequate and in compliance with applicable Federal Rules of Bankruptcy Procedure
26 and Local Rules and the direction of the Court in the Scheduling Order.

27 ¹ Any capitalized term used herein which is not defined herein but which is defined in the Motion shall be deemed to
28 have the same meaning as ascribed to such term in the Motion.

(3) The Debtors' objection to the Gutierrez Declaration is hereby **OVERRULED**.

(4) To the extent no withdrawn or resolved by the form of Bid Procedures approved pursuant to this Order, the Oppositions to the Motion are hereby **OVERRULED**.

(5) The Motion is hereby **GRANTED** as set forth herein.

(6) The following timeline for the Bid Procedures and Sale Motion Scheduling is hereby **APPROVED**:

August 25, 2023, at 2:00 p.m. (prevailing Pacific time)	Stalking Horse Bid Deadline
August 30, 2023, at 2:00 p.m. (prevailing Pacific time)	Stalking Horse Bid Identification Deadline
September 5, 2023, at 12:00 p.m. noon (prevailing Pacific time)	Sale Motion Deadline
September 8, 2023, at 12:00 p.m. noon (prevailing Pacific time)	Sale Motion Objection Deadline
September 12, 2023 at 12:00 p.m. noon (prevailing Pacific time)	Deadline to Overbid Stalking Horse Bids Deadline to Become a Qualified Bidder
September 14, 2023, at 12:00 p.m. noon (prevailing Pacific time)	Deadline for Notice of Qualified Bids
September 15, 2023 at 12:00 p.m. noon (prevailing Pacific time)	Sale Motion Reply Deadline
September 19, 2023, at 10:00 a.m. (prevailing Pacific time)	Auction(s)
September 20, 2023 at 12:00 p.m. noon (prevailing Pacific time)	Sale Motion Supplement Deadline (limited to 5 pages)
September 21, 2023 at 12:00 p.m. noon (prevailing Pacific time)	Sale Motion Supplement Objection Deadline (limited to 5 pages)
September 22, 2023, at 12:00 p.m. noon (prevailing Pacific time)	Sale Motion Supplement Reply Deadline (limited to 5 pages)
September 27, 2023, at 9:00 a.m. (or such time thereafter as available to the court) (prevailing Pacific time)	Sale Motion Hearing
Fifteen (15) days after the entry of an	Closing Deadline

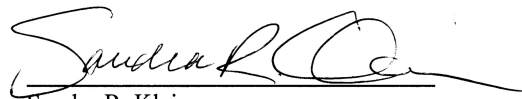
order of the Court granting the Sale Motion and approving the sale of Assets and the assumption and assignment of Designated Agreements and any related transactions contemplated by the Sale Motion, provided that such order is final.

(7) Subject to the modified timeline for the Bid Procedures and Sale Motion Scheduling set forth in paragraph (6) hereof, **which differs from the timeline contained in** the Bid Procedures attached as **Exhibit “1”** to the Debtors’ *Notice Of Submission Of Complete Bid Procedures With All Exhibits Thereto* [Dkt. 273], including all exhibits to the Bid Procedures (*i.e.*, Exhibit “A” [List of Assets for Sale] and Exhibit “B” – [Form APA]), are hereby **APPROVED**.

IT IS SO ORDERED.

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Date: August 16, 2023


Sandra R. Klein
United States Bankruptcy Judge