

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

In re:

FOOD52, INC.,¹

Debtor.

Chapter 11

Case No. 25-12277 (LSS)

Ref. Docket No. 9

**INTERIM ORDER (I) AUTHORIZING AND APPROVING CONTINUED USE OF
CASH MANAGEMENT SYSTEM, (II) AUTHORIZING USE OF PREPETITION BANK
ACCOUNTS AND BUSINESS FORMS, (III) WAIVING CERTAIN OPERATING
GUIDELINES AND SUSPENDING THE TIME TO COMPLY WITH SECTION 345(b)
OF THE BANKRUPTCY CODE, AND (IV) GRANTING CERTAIN RELATED RELIEF**

Upon consideration of the motion (the “**Motion**”)² of the above-captioned debtor and debtor in possession (the “**Debtor**”) for the entry of an interim order (this “**Interim Order**”), (a) authorizing and approving the Debtor’s continued use of its existing cash management system, (b) granting the Debtor a waiver of certain bank account and related requirements of the Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”) to the extent that such requirements are inconsistent with (i) the Debtor’s practices in connection with its existing cash management system or (ii) any action taken by the Debtor in accordance with any order granting the relief requested in this Motion or any other order entered in this chapter 11 case, (c) suspending the time to comply with section 345(b) of the Bankruptcy Code, and (d) granting certain related relief; and upon consideration of the First Day Declaration and the record of this chapter 11 case; and due and proper notice of the Motion having been given; and it appearing that no other or further notice of the Motion is required except as otherwise provided herein; and it appearing that

¹ The Debtor in this chapter 11 case is Food52, Inc. and the last four digits of the Debtor’s federal tax identification number are 2604. For the purpose of this chapter 11 case, the Debtor’s service address is 1 Dock 72 Way, 13th Floor, Brooklyn, New York 11205.

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



this Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having reviewed the Motion and having heard the statements in support of the relief requested in the Motion at a hearing before this Court; and it appearing that the relief requested in the Motion and provided for herein is in the best interest of the Debtor, its estate, and its creditors, and is necessary to avoid immediate and irreparable harm to the Debtor and its estate, as contemplated by Bankruptcy Rule 6003(b); and after due deliberation and sufficient cause appearing therefore, **IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** on an interim basis as set forth herein.
2. Objections to entry of an order granting the Motion on a final basis must be filed by **January 15, 2026 at 4:00 p.m. (ET)** and served on: (a) proposed counsel to the Debtor, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801, Attn: Michael R. Nestor, Esq. (mnestor@ycst.com), Kara Hammond Coyle, Esq. (kcoyle@ycst.com), Elizabeth S. Justison, Esq. (ejustison@ycst.com), S. Alexander Faris, Esq. (afaris@ycst.com), and Andrew M. Lee, Esq. (alee@ycst.com); (b) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, Delaware, 19801, Attn: Benjamin A. Hackman, Esq. (Benjamin.A.Hackman@usdoj.gov); (c) counsel for the DIP Lender, Moore & Van Allen PLLC, 100 N. Tryon Street, Suite 4700, Charlotte, North Carolina 28202, Attn: James R. Langdon, Esq. (jimlangdon@mvlaw.com) and C. Cowden W. Rayburn, Esq. (cowdenrayburn@mvlaw.com), and Chipman Brown Cicero & Cole, LLP, 1313 N. Market Street, Wilmington, Delaware 19801, Attn: William E. Chipman Jr., Esq. (chipman@chipmanbrown.com); and (d) counsel to any statutory committee appointed in this

chapter 11 case. A final hearing, if required, on the Motion will be held on **January 22, 2026 at 10:30 a.m. (ET)**. If no objections are filed to the Motion, this Court may enter a final order without further notice or hearing.

3. The Debtor is authorized, in its discretion, to: (a) designate, maintain, and continue to use, with the same account numbers, all of its bank accounts in existence on the Petition Date (collectively, the **“Bank Accounts”**), including, without limitation, those bank accounts identified in the Motion; (b) use, in their present form, any and all checks and other documents related to the Bank Accounts; (c) treat the Bank Accounts for all purposes as accounts of the Debtor as debtor-in-possession and to maintain and continue using these accounts in the same manner and with the same account numbers, styles, and document forms as used prior to the Petition Date; and (d) pay Cash Management Fees and Payment Processor Fees, not to exceed \$15,500 on account of accrued and unpaid prepetition amounts pending entry of a final order.

4. The Banks are hereby authorized to continue to service and administer all of the Bank Accounts as accounts of the Debtor as debtor-in-possession without interruption and in the ordinary course in a manner consistent with any agreements between the Banks and the Debtor that existed prior to the Petition Date, and to receive, process, honor, and pay any and all checks, drafts, wires, or other electronic transfer requests issued, payable through, or drawn on, such Bank Accounts after the Petition Date by the holders or makers thereof or other parties entitled to issue instructions with respect thereto, as the case may be; provided, however, that any such checks, drafts, wires, or other electronic transfer requests issued by the Debtor before the Petition Date may be honored by any Bank only if such requests (a) have been represented by the Debtor to have been authorized by an order of this Court, (b) have been directed by the Debtor and not otherwise prohibited by a “stop payment” request received by the relevant Bank from the Debtor, (c) are

supported by sufficient funds in the relevant Bank Account, and (d) are authorized by the approved DIP Budget (as defined in the *Interim Order (I) Authorizing the Debtor to Obtain Postpetition Financing; (II) Granting Liens and Providing Superpriority Administrative Expense Status; (III) Authorizing Use of Cash Collateral; (IV) Granting Adequate Protection; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing; and (VII) Granting Related Relief* (the “**Interim DIP Order**”)).

5. Except for those that comply with paragraph 4 herein, no checks, drafts, wires, or other electronic transfer requests drawn, issued, or requested on the Bank Accounts before the Petition Date, but presented for payment after the Petition Date, shall be honored or paid.

6. The operation of the Cash Management System in accordance with the Debtor’s normal and customary practice is adequate and sufficient and may be continued on and after the Petition Date.

7. The Banks shall not be liable to the Debtor or to its estate and shall not be deemed to be in violation of this Interim Order for honoring a prepetition check or other item drawn on any account that is the subject of this Interim Order: (a) at the direction of the Debtor; (b) in a good faith belief that this Court has authorized such prepetition check or item to be honored; or (c) as a result of an innocent mistake made despite implementation of reasonable item handling procedures.

8. The Debtor is authorized to continue to use all of its correspondence and business forms (including, without limitation, checks, invoices, letterhead, stationery, and purchase orders) existing immediately before the Petition Date without reference to the Debtor’s status as debtor-in-possession; *provided, however*, that upon the depletion of any pre-printed check stock and other business forms, the Debtor will obtain new check stock and business forms reflecting

the Debtor's status as debtor-in-possession and the case number for this chapter 11 case; *provided further, however*, that with respect to checks which the Debtor or its agents print themselves, the Debtor shall begin printing "Debtor-in-Possession" or "DIP" and the case number for this chapter 11 case on such items within ten (10) days of the date of entry of this Interim Order.

9. The Debtor is authorized to open any new bank accounts and close any of the Bank Accounts as the Debtor may deem necessary and appropriate; provided, however, that the Debtor shall provide notice to (1) the U.S. Trustee and any statutory committees appointed in this chapter 11 case and (2) the DIP Lender (as defined in the Interim DIP Order) within fifteen (15) days of the opening or closing of such accounts; *provided, further, however*, that the Debtor shall open any such new Bank Account at banks that have executed a Uniform Depository Agreement with the U.S. Trustee, or at such banks that are willing to immediately execute such an agreement.

10. The relief granted herein is extended to any new bank accounts opened by the Debtor after the date hereof in accordance with this Interim Order, and any such new accounts shall be deemed a Bank Account and part of the Cash Management System for purposes of this Interim Order.

11. For Banks at which the Debtor holds accounts that are party to a Uniform Depository Agreement with the U.S. Trustee, upon the entry of this Interim Order, the Debtor shall immediately (a) contact the Bank, (b) provide the Bank with the Debtor's employer identification number and the case number of this chapter 11 case and (c) identify for the Bank each of the Bank Accounts held at such Bank as being held by a debtor in possession in a bankruptcy case and provide the case number for this chapter 11 case.

12. To the extent that any of the Debtor's Bank Accounts are not in compliance with section 345(b) of the Bankruptcy Code or the U.S. Trustee Guidelines, the Debtor shall have thirty

(30) days, without prejudice to seeking an additional suspension, to come into compliance with section 345(b) of the Bankruptcy Court, as ordered by this Court.

13. The Debtor shall maintain accurate and detailed records of all transfers within the Cash Management System so that all transactions may be readily ascertained, traced, recorded properly, and distinguished between prepetition and post-petition transactions.

14. Within five (5) business days of the date of the entry of this Interim Order, the Debtor shall (a) serve a copy of this Interim Order on each Bank and (b) request that each Bank internally code each of the Bank Accounts as “debtor-in-possession” accounts.

15. Nothing in this Interim Order: (a) is intended or shall be deemed to constitute an assumption of any agreement pursuant to section 365 of the Bankruptcy Code or an admission as to the validity of any claim against the Debtor and its estate; (b) shall impair, prejudice, waive, or otherwise affect the rights of the Debtor and its estate with respect to the validity, priority, or amount of any claim against the Debtor and its estate; or (c) shall be construed as a promise to pay any claim.

16. The Banks may rely on the Debtor’s representations with respect to whether any check or other transfer drawn or issued by the Debtor before the Petition Date should be honored pursuant to this Interim Order, and the Banks shall not have any liability to any party for relying on such representations by the Debtor as provided for in this Interim Order.

17. The requirements of Bankruptcy Rule 6003(b) are satisfied because the relief set forth in this Interim Order is necessary to avoid immediate and irreparable harm to the Debtor’s estate.

18. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Interim Order shall be effective and enforceable immediately upon its entry.

19. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Interim Order.

Dated: December 31st, 2025
Wilmington, Delaware


LAURIE SELBER SILVERSTEIN
UNITED STATES BANKRUPTCY JUDGE