

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:

MIDWEST CHRISTIAN VILLAGES, INC.
et al.,

Debtors.

Chapter 11

Case No. 24-42473-659

Jointly Administered

Related Docket No. 26

**INTERIM ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF
DENTONS US LLP AS ATTORNEYS FOR THE DEBTORS AND DEBTORS IN
POSSESSION, EFFECTIVE AS OF THE PETITION DATE**

Upon the Application¹ of the Debtors requesting entry of an interim order (this “Interim Order”), pursuant to sections 327(a) and 330 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Bankruptcy Rules 2014 and 2016, authorizing the retention and employment of Dentons as their attorneys with respect to the filing and prosecution of their chapter 11 cases, effective as of the Petition Date, and upon the consideration of the Richards Declaration and the Bertram Declaration in support thereof; and the Court being satisfied based on the representations made in the Application, the Richards Declaration, and the Bertram Declaration that said attorneys represent no interest adverse to the Debtors’ estates with respect to the matters upon which they are to be engaged, that they are disinterested persons as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and that their employment is necessary and is in the best interests of the Debtors’ estates; and it appearing that this Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334 and

¹ Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Application.



Rule 81-9.01(B)(1) of the Local Rules of the United States District Court for the Eastern District of Missouri; and it appearing that venue of the Debtors' chapter 11 cases and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and a hearing having been held to consider the relief requested in the Application; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Application is in the best interests of the Debtors, their estates, their creditors, and all other parties in interest; and that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** on an interim basis to the extent set forth herein.
2. The final hearing (the "**Final Hearing**") on the Application shall be held on **August 14, 2024, 2024 at 10:00 a.m.** (prevailing Central Time) in **Courtroom 7 North**. Any objections or responses to entry of a final order on the Application (the "**Final Order**") shall be filed on or before **4:00 p.m. (prevailing Central Time), on August 7, 2024** and shall be served on: (a) the Debtors, 2 Cityplace Dr, Suite 200, Saint Louis, MO 63141-7390; (b) proposed counsel to the Debtors (i) Dentons US LLP, 211 N Broadway Ste 3000, St. Louis, MO 63102, Attention: Stephen O'Brian and 233 S. Wacker Drive, Suite 5900, Attention: Robert Richards, Samantha Ruben, and Elysa Chew, (ii) Summers Compton Wells LLC, 903 South Lindbergh Blvd., Suite 200, St. Louis, Missouri 63131, Attention: David A. Sosne; (c) the Office of the United States Trustee for the Eastern District of Missouri; (d) the holders of the 30 largest unsecured claims against the Debtors


(on a consolidated basis); (e) counsel to UMB Bank, N.A.: Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C., Attention: Daniel Bleck and Aaron Williams, One Financial Center, Boston, MA 02111; (f) counsel to any statutory committee appointed in these chapter 11 cases; (i) the United States Attorney's Office for the Eastern District of Missouri; (j) the Internal Revenue Service; (k) the United States Securities and Exchange Commission; (l) the state attorneys general for all states in which the Debtors conduct business; and (m) any party that has requested notice pursuant to Bankruptcy Rule 2002. If no objection or response is timely filed and served, the Court may enter the Final Order without need for the Final Hearing.

3. The Debtors are authorized, pursuant to sections 327(a) and 330 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Bankruptcy Rules 2014 and 2016, to employ and retain Dentons as their counsel in these chapter 11 cases effective as of the Petition Date.

4. Dentons is authorized to render professional services to the Debtors as described in the Application and the Engagement Letter. Specifically, but without limitation, Dentons shall provide services related to:

- a. advise the Debtors with respect to the requirements of the Bankruptcy Code, the Bankruptcy Rules, the Bankruptcy Court, and the Office of the United States Trustee, as they pertain to the Debtors;
- b. advise, consult with, and assist the Debtors with regard to any plan of reorganization or liquidation, if necessary, any asset sale, or any other means of satisfying creditors' claims, including to bring and prosecute a motion under § 363 of the Bankruptcy Code to sell the Debtor's assets;
- c. respond to due diligence requests from potential buyers and aid in finalizing stalking horse bids for the Debtors' assets;
- d. represent the Debtors and take all necessary actions with regard to obtaining the use of cash collateral and DIP Financing and administration of the same;
- e. evaluate, object to, or otherwise resolve claims against the Debtors' estates;

- f. advise the Debtors with respect to executory contracts and unexpired leases and, where appropriate, to assist the Debtors to assume or reject such executory contracts and unexpired leases;
 - g. represent the Debtors in hearings and all contested matters before this Court;
 - h. assist in and render advice with respect to the preparation of contracts, monthly operating reports, accounts, applications, and orders; and
 - i. advise, consult with, and otherwise represent the Debtors in connection with such other matters as may be necessary for the duration of these chapter 11 cases.
5. Debtors shall apply for compensation of professional services and reimbursement of expenses incurred in connection with the chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and the applicable provisions of the Bankruptcy Rules, the Local Bankruptcy Rules, the Fee Guidelines, and the Orders.
6. Debtors shall use its best effort to avoid any duplication of services provided by any of the Debtors' other Chapter 11 Professionals in these chapter 11 cases.
7. To the extent the Application is inconsistent with this Interim Order, the terms of this Interim Order shall govern.
8. Notice of the Application as provided therein is hereby deemed good and sufficient notice of such Application and the requirements of Bankruptcy Rule 6004(h) and the Local Bankruptcy Rules are satisfied by such notice.
9. Not later than two (2) business days after the date of this Order, the Debtors shall serve a copy of the Order and shall file a certificate of service no later than twenty-four (24) hours after service.


KATHY A. SURRATT-STATES
U.S. Bankruptcy Judge

DATED: July 19, 2024
St. Louis, Missouri
jjh

Order prepared by:

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– and –

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