

<p>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY Caption in Compliance with D.N.J. LBR 9004-1</p>	
<p>LOWENSTEIN SANDLER LLP Kenneth A. Rosen, Esq. Joseph J. DiPasquale, Esq. Eric S. Chafetz, Esq. Michael Papandrea, Esq. One Lowenstein Drive Roseland, New Jersey 07068 (973) 597-2500 (Telephone) (973) 597-2400 (Facsimile)</p> <p><i>Proposed Counsel to the Debtors and Debtors-in-Possession</i></p>	
<p>In re: Frank Theatres Bayonne/South Cove, LLC, Debtor.</p>	<p>Chapter 11 Case No. 18-34808 (SLM)</p>
<p>In re: Frank Entertainment Group, LLC, Debtor.</p>	<p>Chapter 11 Case No. 18-34812 (SLM)</p>
<p>In re: Frank Management LLC, Debtor.</p>	<p>Chapter 11 Case No. 18-34818 (SLM)</p>
<p>In re: Frank Theatres, LLC, Debtor.</p>	<p>Chapter 11 Case No. 18-34820 (SLM)</p>
<p>In re: Frank All Star Theatres, LLC, Debtor.</p>	<p>Chapter 11 Case No. 18-34822 (SLM)</p>



**Order Filed on December 21,
2018 by Clerk, U.S. Bankruptcy
Court - District of New Jersey**

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Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18-34808 (SLM)

Caption: Order Pursuant to Bankruptcy Rule 1015 Directing Joint Administration of the Debtors' Chapter 11 Cases

In re: Frank Theatres Blacksburg LLC, Debtor.	Chapter 11 Case No. 18-34823 (SLM)
In re: Frank Theatres Delray, LLC, Debtor.	Chapter 11 Case No. 18-34824 (SLM)
In re: Frank Theatres Kingsport LLC, Debtor.	Chapter 11 Case No. 18-34825 (SLM)
In re: Frank Theatres Montgomeryville, LLC, Debtor.	Chapter 11 Case No. 18-34826 (SLM)
In re: Frank Theatres Parkside Town Commons LLC, Debtor.	Chapter 11 Case No. 18-34828 (SLM)
In re: Frank Theatres Rio, LLC, Debtor.	Chapter 11 Case No. 18-34816 (SLM)
In re: Frank Theatres Towne, LLC, Debtor.	Chapter 11 Case No. 18-34830 (SLM)
In re: Frank Theatres York, LLC, Debtor.	Chapter 11 Case No. 18-34832 (SLM)

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In re: Frank Theatres Mt. Airy, LLC, Debtor.	Chapter 11 Case No. 18-34833 (SLM)
In re: Frank Theatres Southern Pines, LLC, Debtor.	Chapter 11 Case No. 18-34837 (SLM)
In re: Frank Theatres Sanford, LLC, Debtor.	Chapter 11 Case No. 18-34839 (SLM)
In re: Frank Theatres Shallotte, LLC, Debtor.	Chapter 11 Case No. 18-34840 (SLM)
In re: Revolutions at City Place LLC, Debtor.	Chapter 11 Case No. 18-34841 (SLM)
In re: Revolutions of Saucon Valley LLC, Debtor.	Chapter 11 Case No. 18-34844 (SLM)
In re: Frank Entertainment Rock Hill LLC, Debtor.	Chapter 11 Case No. 18-34845 (SLM)
In re: Frank Entertainment PSL, LLC, Debtor.	Chapter 11 Case No. 18-34846 (SLM)

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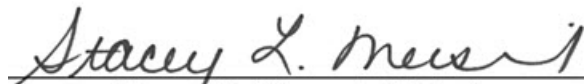
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In re: Frank Hospitality Saucon Valley LLC Debtor.	Chapter 11 Case No. 18-34847 (SLM)
In re: Frank Hospitality York LLC Debtor.	Chapter 11 Case No. 18-34848 (SLM)
In re: Galleria Cinema, LLC Debtor.	Chapter 11 Case No. 18-34849 (SLM)

**ORDER PURSUANT TO BANKRUPTCY RULE 1015 DIRECTING JOINT
ADMINISTRATION OF THE DEBTORS' CHAPTER 11 CASES**

The relief set forth on the following pages, numbered five (5) through and including eight (8), is hereby **ORDERED**.

DATED: DECEMBER 21, 2018


Honorable Stacey L. Meisel
United States Bankruptcy Judge

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Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18-34808 (SLM)

Caption: Order Pursuant to Bankruptcy Rule 1015 Directing Joint Administration of the Debtors' Chapter 11 Cases

Upon consideration of the motion (the "Motion")¹ of the above captioned debtors and debtors-in-possession (collectively, the "Debtors") for entry of an order directing the joint administration of the Debtors' Chapter 11 Cases for procedural purposes only; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey, entered on July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and notice of the Motion being sufficient under the circumstances; and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** as set forth herein.
2. Pursuant to Bankruptcy Rule 1015(b), the above captioned Chapter 11 Cases shall be consolidated for procedural purposes only and jointly administered under lead case, Frank Theatres Bayonne/South Cove, LLC, *et al.*, No. 18-34808 (SLM) (the "Lead Case").
3. The caption of pleadings and other documents filed in the jointly administered Chapter 11 Cases shall read as follows:

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

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Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18-34808 (SLM)

Caption: Order Pursuant to Bankruptcy Rule 1015 Directing Joint Administration of the Debtors' Chapter 11 Cases

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

Frank Theatres Bayonne/South Cove, LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 18-34808 (SLM)

(Jointly Administered)

4. The caption set forth above shall be deemed to satisfy any applicable requirements of section 342(c) of the Bankruptcy Code and Bankruptcy Rule 2002(n).

5. All pleadings and other documents to be filed in the jointly administered Chapter 11 Cases shall be filed and docketed in the Lead Case.

6. The following docket entry shall be made in each of the above-captioned Chapter 11 Cases to reflect the procedural consolidation and joint administration of the Chapter 11 Cases as set forth herein

An order has been entered in accordance with Rule 1015 of the Federal Rules of Bankruptcy Procedure directing joint administration of the chapter 11 cases of Frank Theatres Bayonne/South Cove, LLC; Frank Entertainment Group, LLC; Frank Management LLC; Frank Theatres, LLC; Frank All Star Theatres, LLC; Frank Theatres Blacksburg LLC; Frank Theatres Delray, LLC; Frank Theatres Kingsport LLC; Frank Theatres Montgomeryville, LLC; Frank Theatres Parkside Town Commons LLC; Frank Theatres Rio, LLC; Frank Theatres Towne, LLC; Frank Theatres York, LLC; Frank Theatres Mt. Airy, LLC; Frank Theatres

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: Frank Theatres Bayonne/South Cove, LLC (3162); Frank Entertainment Group, LLC (3966); Frank Management LLC (0186); Frank Theatres, LLC (5542); Frank All Star Theatres, LLC (0420); Frank Theatres Blacksburg LLC (2964); Frank Theatres Delray, LLC (7655); Frank Theatres Kingsport LLC (5083); Frank Theatres Montgomeryville, LLC (0692); Frank Theatres Parkside Town Commons LLC (9724); Frank Theatres Rio, LLC (1591); Frank Theatres Towne, LLC (1528); Frank Theatres York, LLC (7779); Frank Theatres Mt. Airy, LLC (7429); Frank Theatres Southern Pines, LLC (2508); Frank Theatres Sanford, LLC (7475); Frank Theatres Shallotte, LLC (7548); Revolutions at City Place LLC (6048); Revolutions of Saucon Valley LLC (1135); Frank Entertainment Rock Hill LLC (0753); Frank Entertainment PSL, LLC (7033); Frank Hospitality Saucon Valley LLC (8570); Frank Hospitality York LLC (6617); and Galleria Cinema, LLC (2529).

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Debtors: Frank Theatres Bayonne/South Cove, LLC, *et al.*

Case No.: 18-34808 (SLM)

Caption: Order Pursuant to Bankruptcy Rule 1015 Directing Joint Administration of the Debtors' Chapter 11 Cases

Southern Pines, LLC; Frank Theatres Sanford, LLC; Frank Theatres Shallotte, LLC; Revolutions at City Place LLC; Revolutions of Saucon Valley LLC; Frank Entertainment Rock Hill LLC; Frank Entertainment PSL, LLC; Frank Hospitality Saucon Valley LLC; Frank Hospitality York LLC; and Galleria Cinema, LLC, under lead Case No. 18-34808 (SLM).

7. Nothing contained in this Order or in the Motion shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the Debtors or the Chapter 11 Cases.

8. The Debtors are authorized to file a single consolidated list of the 30 largest creditors in each of the Chapter 11 Cases.

9. The Debtors are authorized to file consolidated monthly operating reports, but will separately set forth receipts and disbursements for each Debtor as a schedule to the extent required by the *United States Trustee Operating Guidelines*, with said reports to be filed in the Lead Case, rather than in each of the Debtor's individual cases.

10. The requirement set forth in D.N.J. LBR 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or otherwise waived.

11. The Debtors shall serve a copy of this Order on all parties required to receive such service pursuant to D.N.J. LBR 9013-5(f) within two (2) days after the entry of this Order.

12. Any party may move for modification of this Order in accordance with D.N.J. LBR 9013-5(e).

13. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

14. Notwithstanding any Bankruptcy Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry.

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