

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re

Open Road Films, LLC,

Debtor.¹

Chapter 11

Case No.: 18-12012 (LSS)

In re

Open Road Releasing, LLC,

Debtor.

Chapter 11

Case No.: 18-12013 (LSS)

In re

OR Productions LLC,

Debtor.

Chapter 11

Case No.: 18-12014 (LSS)

In re

Briarcliff LLC,

Debtor.

Chapter 11

Case No.: 18-12015 (LSS)

In re

Open Road International LLC,

Debtor.

Chapter 11

Case No.: 18-12016 (LSS)

In re

Empire Productions LLC,

Debtor.

Chapter 11

Case No.: 18-12017 (LSS)

Ref. Docket No. 2

¹ The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: Open Road Films, LLC (4435-Del.); Open Road Releasing, LLC (4736-Del.); OR Productions LLC (5873-Del.); Briarcliff LLC (7304-Del.); Open Road International LLC (4109-Del.); and Empire Productions LLC (9375-Del.). The Debtors' address is 2049 Century Park East, 4th Floor, Los Angeles, CA 90067.

ORDER AUTHORIZING AND DIRECTING THE JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES FOR PROCEDURAL PURPOSES ONLY

Upon the motion (the “Motion”)² of Open Road Films, LLC and its affiliated debtors and debtors in possession (the “Debtors”) in the above-captioned chapter 11 cases (the “Cases”) for entry of an order, pursuant to section 105(a) of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”), Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (“Local Rules”), authorizing and directing the joint administration of the Debtors’ related chapter 11 Cases for procedural purposes only; and upon consideration of the First Day Declaration and the record of these Cases; and it appearing that the Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 1334 and 157, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated February 29, 2012; and it appearing that the Motion is a core matter pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter a final order consistent with Article III of the United States Constitution; and it appearing that venue of these Cases and of the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that due and adequate notice of the Motion has been given under the circumstances, and that no other or further notice need be given; and it appearing that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and after due deliberation, and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED, as set forth herein.

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

2. The Cases are hereby consolidated, for procedural purposes only, and shall be jointly administered by this Court. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the estates of the Debtors.

3. The caption of the jointly administered Cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re OPEN ROAD FILMS, LLC, a Delaware limited liability company, <i>et al.</i> , ¹ Debtors.	Chapter 11 Case No.: 18-12012 (LSS) (Jointly Administered)
--	--

¹ The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: Open Road Films, LLC (4435 Del.); Open Road Releasing, LLC (4736 Del.); OR Productions LLC (5873 Del.); Briarcliff LLC (7304 Del.); Open Road International LLC (4109 Del.); and Empire Productions LLC (9375 Del.). The Debtors' address is 2049 Century Park East, 4th Floor, Los Angeles, CA 90067.

4. The foregoing caption shall satisfy the requirements of section 342(c)(1) of the Bankruptcy Code.

5. All original court filings shall be captioned as set forth immediately above, and all original docket entries shall be made in the case of Open Road Films, LLC, Case No. 18-12012 (LSS).

6. The Clerk of this Court shall make a notation substantially similar to the following on the docket of each Debtor:

An order has been entered in this case directing the joint administration of the chapter 11 cases of Open Road Films, LLC, Open Road Releasing, LLC, OR Productions LLC, Briarcliff LLC, Open Road International LLC, and Empire Productions, LLC. The docket in the chapter 11 case of Open Road Films, LLC, Case No. 18-12012 (LSS), should be consulted for all matters affecting this case.

7. The Clerk of the Court shall maintain a single docket and file under the case number assigned to Open Road Films, LLC, which shall be the docket and file for all of the Cases.

8. This Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating the Debtors' respective estates.

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

Dated: Wilmington, Delaware
September 7, 2018



Laurie Selber Silverstein
United States Bankruptcy Judge