

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : **Chapter 11**
: :
FAIRWAY GROUP HOLDINGS CORP., : :
: :
Debtor. : **Case No. 20-10161 (JLG)**
: :
: :
Fed. Tax Id. No. 20-5942788 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY GROUP ACQUISITION COMPANY, : :
: :
Debtor. : **Case No. 20-10162 (JLG)**
: :
: :
Fed. Tax Id. No. 20-5942860 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY BAKERY LLC, : :
: :
Debtor. : **Case No. 20-10163 (JLG)**
: :
: :
Fed. Tax Id. No. 27-3934129 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY BROADWAY LLC, : :
: :
Debtor. : **Case No. 20-10164 (JLG)**
: :
: :
Fed. Tax Id. No. 20-5948591 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY CHELSEA LLC, : :
: :
Debtor. : **Case No. 20-10165 (JLG)**
: :
: :
Fed. Tax Id. No. 80-0890288 : :
-----X

-----X
In re : **Chapter 11**
: :
FAIRWAY CONSTRUCTION GROUP, LLC, : :
: **Case No. 20-10166 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 26-0342741 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY DOUGLASTON LLC, : :
: **Case No. 20-10167 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 80-0192650 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY EAST 86TH STREET LLC, : :
: **Case No. 20-10168 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 27-3933822 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY ECOMMERCE LLC, : :
: **Case No. 20-10169 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 27-4563081 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY GEORGETOWNE LLC, : :
: **Case No. 20-10170 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 36-4809609 : :
-----X

-----X
In re : **Chapter 11**
: :
FAIRWAY GREENWICH STREET LLC, : :
: **Case No. 20-10171 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 90-1036422 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY GROUP CENTRAL SERVICES LLC, : :
: **Case No. 20-10172 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 20-5957843 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY GROUP PLAINVIEW LLC, : :
: **Case No. 20-10173 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 20-5948643 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY HUDSON YARDS LLC, : :
: **Case No. 20-10174 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 61-1719331 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY KIPS BAY LLC, : :
: **Case No. 20-10175 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 32-0360791 : :
-----X

-----X
In re : **Chapter 11**
: :
FN STORE LLC, : :
: **Case No. 20-10176 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 80-0839240 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY PARAMUS LLC, : :
: **Case No. 20-10177 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 26-2703338 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY PELHAM LLC, : :
: **Case No. 20-10178 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 26-2173119 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY PELHAM WINES & SPIRITS LLC, : :
: **Case No. 20-10179 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 27-2153141 : :
-----X

In re : **Chapter 11**
: :
FAIRWAY RED HOOK LLC, : :
: **Case No. 20-10180 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 20-5948813 : :
-----X

-----X
In re : **Chapter 11**
: :
FAIRWAY STAMFORD LLC, : :
: : **Case No. 20-10111 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 80-0300738 : :
: :
-----X

In re : **Chapter 11**
: :
FAIRWAY STAMFORD WINES & SPIRITS LLC, : :
: : **Case No. 20-10182 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 27-2153021 : :
: :
-----X

In re : **Chapter 11**
: :
FAIRWAY STATEN ISLAND LLC, : :
: : **Case No. 20-10183 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 36-4801732 : :
: :
-----X

In re : **Chapter 11**
: :
FAIRWAY UPTOWN LLC, : :
: : **Case No. 20-10184 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 20-5948719 : :
: :
-----X

In re : **Chapter 11**
: :
FAIRWAY WESTBURY LLC, : :
: : **Case No. 20-10185 (JLG)**
Debtor. : :
: :
Fed. Tax Id. No. 61-1676240 : :
: :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY WOODLAND PARK LLC, :
:
: **Case No. 20-10186 (JLG)**
Debtor. :
:
Fed. Tax Id. No. 35-2429544 :
:
-----X

**ORDER DIRECTING JOINT
ADMINISTRATION OF RELATED CHAPTER 11 CASES**

Upon the motion (the “**Motion**”)¹ of Fairway Group Holdings Corp. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for entry of an order directing the joint administration of the Debtor’s related chapter 11 cases for procedural purposes only, all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties, and such notice having been adequate and appropriate under the circumstances, and it appearing that no other notice need be provided; and the Court having reviewed the Motion; and the Court having held a hearing to consider the relief requested in the Motion (the “**Hearing**”); and upon the First Day Declarations, filed contemporaneously with the Motion, and the record of the Hearing; and the Court having determined that the legal and factual

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

bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The Motion is granted to the extent set forth herein.
2. The Debtors chapter 11 cases are hereby consolidated for procedural purposes only and shall be jointly administered by the Court.
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the Debtors' chapter 11 cases.
4. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
	:
FAIRWAY GROUP HOLDINGS CORP., et al.,	: Case No. 20-10161 (JLG)
	:
Debtors.	: (Jointly Administered)
-----X	

5. A docket entry shall be made in the chapter 11 cases of each Fairway Group Holdings Corp. (2788); Fairway Group Acquisition Company (2860); Fairway Bakery LLC (4129); Fairway Broadway LLC (8591); Fairway Chelsea LLC (0288); Fairway Construction Group, LLC (2741); Fairway Douglaston LLC (2650); Fairway East 86th Street LLC (3822); Fairway eCommerce LLC (3081); Fairway Georgetowne LLC (9609); Fairway Greenwich Street LLC (6422); Fairway Group Central Services LLC (7843); Fairway Group Plainview LLC (8643); Fairway Hudson Yards LLC (9331); Fairway Kips Bay LLC (0791); FN Store LLC (9240);

Fairway Paramus LLC (3338); Fairway Pelham LLC (3119); Fairway Pelham Wines & Spirits LLC (3141); Fairway Red Hook LLC (8813); Fairway Stamford LLC (0738); Fairway Stamford Wines & Spirits LLC (3021); Fairway Staten Island LLC (1732); Fairway Uptown LLC (8719); Fairway Westbury LLC (6240); and Fairway Woodland Park LLC (9544) substantially as follows:

An Order has been entered in accordance with rule 1015(b) of the Bankruptcy Rules directing the procedural consolidation and joint administration of the chapter 11 cases of Fairway Group Holdings Corp. (2788); Fairway Group Acquisition Company (2860); Fairway Bakery LLC (4129); Fairway Broadway LLC (8591); Fairway Chelsea LLC (0288); Fairway Construction Group, LLC (2741); Fairway Douglaston LLC (2650); Fairway East 86th Street LLC (3822); Fairway eCommerce LLC (3081); Fairway Georgetowne LLC (9609); Fairway Greenwich Street LLC (6422); Fairway Group Central Services LLC (7843); Fairway Group Plainview LLC (8643); Fairway Hudson Yards LLC (9331); Fairway Kips Bay LLC (0791); FN Store LLC (9240); Fairway Paramus LLC (3338); Fairway Pelham LLC (3119); Fairway Pelham Wines & Spirits LLC (3141); Fairway Red Hook LLC (8813); Fairway Stamford LLC (0738); Fairway Stamford Wines & Spirits LLC (3021); Fairway Staten Island LLC (1732); Fairway Uptown LLC (8719); Fairway Westbury LLC (6240); and Fairway Woodland Park LLC (9544). The location of the Debtors' corporate headquarters is 2284 12th Avenue, New York, New York 10027. The docket in Case No. 20-10161 (JLG) should be consulted for all matters affecting the case.

6. The Debtors may file their monthly operating reports required by the Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees, issued by the Executive Office of the U.S. Trustee (revised May 5, 2019), by consolidating the information required for each Debtor in one report that tracks and breaks out all of the specific information (*e.g.*, receipts, disbursements, etc.) on a debtor-by-debtor basis in each monthly operating report.

7. The Debtors are authorized to take all action necessary to effectuate the relief granted in this Order.

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

Dated: January 27, 2020
New York, New York

/s/ James L. Garrity, Jr.

THE HONORABLE JAMES L. GARRITY, JR.
UNITED STATES BANKRUPTCY JUDGE