



**SO ORDERED.**

**SIGNED this 04 day of August, 2004.**

  
LEIF M. CLARK  
UNITED STATES BANKRUPTCY JUDGE

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION**

<b>IN RE:</b>	§	
<b>SCHLOTZSKY'S, INC.</b>	§	<b>CASE NO. 04-54504</b>
<b>SCHLOTZSKY'S RESTAURANTS, INC.</b>	§	<b>CASE NO. 04-54506</b>
<b>SCHLOTZSKY'S REAL ESTATE, INC.</b>	§	<b>CASE NO. 04-54507</b>
<b>SCHLOTZSKY'S FRANCHISOR, LLC</b>	§	<b>CASE NO. 04-54508</b>
<b>SCHLOTZSKY'S FRANCHISE OPERATIONS, LLC</b>	§	<b>CASE NO. 04-54509</b>
<b>SCHLOTZSKY'S BRAND PRODUCTS, LLC</b>	§	<b>CASE NO. 04-54510</b>
<b>DFW RESTAURANT TRANSFER CORP.</b>	§	<b>CASE NO. 04-54511</b>
<b>56<sup>TH</sup> AND 6<sup>TH</sup>, INC.</b>	§	<b>CASE NO. 04-54512</b>
<b>RAD ACQUISITION CORP.</b>	§	<b>CASE NO. 04-54513</b>
<b>SAN FELIPE, LLC,</b>	§	<b>CASE NO. 04-54514</b>
<b>Debtors.</b>	§	<b>CHAPTER 11</b>
	§	<b>(Motion for Joint Administration Pending)</b>
	§	

**ORDER GRANTING DEBTORS' EMERGENCY MOTION FOR AUTHORITY TO PAY  
PREPETITION CLAIMS UNDER THE PERISHABLE AGRICULTURAL  
COMMODITIES ACT AND THE PACKERS AND STOCKYARD ACT**

Came on for consideration the Debtors' Emergency Motion for Authority to Pay Prepetition Claims Under the Perishable Agricultural Commodities Act ("PACA") and the Packers and Stockyard Act ("PASA") (the "Motion") filed by Schlotzsky's, Inc. ("SI"), Schlotzsky's Restaurants, Inc. ("Restaurants"), Schlotzsky's Real Estate, Inc. ("Real Estate"), Schlotzsky's Franchisor, LLC ("Franchisor"), Schlotzsky's Franchise Operations, LLC ("Franchise Operations"), and Schlotzsky's Brand Products, LLC ("Brand Products"), DFW Restaurant Transfer Corp. ("DFW"), 56<sup>th</sup> and 6<sup>th</sup>, Inc. ("56<sup>th</sup> and 6<sup>th</sup>"), RAD Acquisition Corp., and San Felipe, LLC ("San Felipe") (collectively, "Schlotzsky's" or the "Debtors"). After reviewing the pleadings on file, considering the evidence adduced and considering the representations of counsel for the Debtors, and noting that no objection to the Motion has been filed, the Court finds that the Motion is meritorious and should be granted. Therefore, it is hereby

**ORDERED** that the Motion is granted; and it is further

**ORDERED** that the procedures for the treatment of PACA and PASA claims as set forth in the Motion are approved and that the Debtors are authorized to pay prepetition PACA and PASA claims pursuant to the procedures set forth in the Motion.

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