

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

IN RE:)
)
RED TOP RENTALS, INC.,)
) CASE NO.: 09-05229-JKC-11
DEBTOR,)
)
_____)

ORDER SHORTENING NOTICE ON: *JOINT MOTION TO SETTLE*
& *COMPROMISE AND TRANSFER OF ASSETS*
UNDER 11 U.S.C. § 363

This matter is before the Court upon the *Motion to Shorten Notice on: Joint Motion to Settle & Compromise and Transfer of Assets Under 11 U.S.C. § 363* (the “Motion”) filed by the Debtor. The Motion was filed in respect of the *Joint Motion to Settle & Compromise and Transfer of Assets Under 11 U.S.C. § 363* (the “Settlement Motion”). All defined terms used herein are the same as in the Settlement Motion.

In the Settlement Motion, the Debtor is requesting Court approval of a Settlement Agreement entered in to between the Debtor, M&I and Rudd. The Debtor represents that the Settlement Agreement was entered in to as an effort to settle, resolve and terminate all claims and disputes related to the adversary proceeding pending as adversary proceeding no. 09-50253-JKC-11 (the “Adversary Proceeding”).

The terms of the Settlement Agreement are as follows: subject to the court’s approval (a) the Debtor agrees to promptly reject or terminate, as applicable, all rental agreements and remove all other claims, liens, encumbrances and other interests in and to each of the Rudd Units, and to promptly take all actions necessary to accomplish such rejections and terminations; (b) the Debtor

hereby assigns, transfers, and sets over the Rudd Units and good and marketable title thereto, to Rudd, free and clear of all rental agreements, claims, liens, encumbrances and interests, under the provisions of 11 U.S.C. § 363, including but not limited to those of Red Top and any creditors and customers of Red Top; (c) the Debtor shall at its expense promptly cause the Rudd Units to be delivered to Rudd f.o.b. Rudd's yard at 2655 Kentucky Avenue, Indianapolis, Indiana, in good operating condition and repair; (d) Rudd releases all claims and security interests it has in the M&I Units; (e) Rudd releases all rights and claims under the promissory note and security agreement in the original principal amount of \$3,378,994.88 between Rudd and the Debtor; and (f) Rudd releases all claims which it has to the hourly usage adequate protection payments which are required to be made weekly by Red Top into an escrow account under the terms of the DIP Order.

The Debtor submits that cause exists to shorten notice on the Settlement Motion to seven (7) days because it is in the best interests of the estate and all interested parties because granting the Settlement Motion will free up the money now being held in an escrow account under the terms of the DIP Order which requires the Debtor to pay hourly usage adequate protection payments weekly to Rudd. The Debtor is currently in need of cash to continue its business operations and funds its Chapter 11 plan. The amount being held is around \$153,000. The Debtor estimates that without this money, it will run out of cash in twenty (20) days. M&I will not extend further credit to the Debtor. The funds of money that will be released to the Debtor are the only possible source of money available to assist the Debtor. The sooner the Debtor is able to obtain the money being held in the escrow account, the safer things are for its business operations as the Debtor wants to avoid getting close to the twenty (20) day time period in which it will run out of cash.

The Court, having reviewed the Motion and the Settlement Motion, and the Court being otherwise fully advised in the premises, now GRANTS the Motion, it appearing to the Court that the Motion is made for good cause and good cause exists to shorten notice on the Settlement Motion.

Notice is hereby shortened to seven (7) days. You may respond to the Settlement Motion by filing a written response objecting thereto on or before December 21, 2009 with the Clerk of the United States Bankruptcy Court at 46 E. Ohio Street, Indianapolis, Indiana 46204 and forwarding a copy of said objection to Debtor's counsel, Jeffrey M. Hester either by mail (429 N. Pennsylvania Street, Suite 100, Indianapolis, Indiana 46204), fax (317.833.3031), or email (jeff@tucker-hester.com). Debtor's counsel is directed to serve the Motion and Order by First Class mail, postage prepaid, on all creditors and is further directed to post copies of all associated pleadings to its website www.tucker-hester.com/caseinfo/redtop.

IT IS HEREBY ORDERED that if any objections are timely filed, a hearing on the Settlement Motion and such objection(s) will thereafter be set by the Court with further notice of that hearing to the Debtor, U.S. Trustee and objecting party. All interested parties are welcome, but are not required, to attend the hearing.

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Requested By:

Jeffrey M. Hester

TUCKER | HESTER, LLC

429 N. Pennsylvania Street, Suite 100

Indianapolis, Indiana 46204-1816

Phone 317.833.3030 | Fax 317.833.3031

jeff@tucker-hester.com