

**FORRESTER & WORTH, PLLC**  
3636 NORTH CENTRAL AVENUE, STE. 700  
PHOENIX, ARIZONA 85012  
TELEPHONE (602) 271-4250  
FACSIMILE (602) 271-4300  
S. CARY FORRESTER (006342)  
BYRON H. FORRESTER (033877)  
[SCF@FORRESTERANDWORTH.COM](mailto:SCF@FORRESTERANDWORTH.COM)  
[BHF@FORRESTERANDWORTH.COM](mailto:BHF@FORRESTERANDWORTH.COM)

COUNSEL FOR CHAPTER 11 TRUSTEE

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF ARIZONA**

In re:

**ARA MACAO HOLDINGS, L.P.,**

Debtor.

Chapter 11

Case No. 3:18-bk-03615-PS

**NOTICE OF FINAL HEARING ON  
TRUSTEE'S MOTION FOR ORDER  
AUTHORIZING BORROWING  
WITH PRIORITY OVER OTHER  
ADMINISTRATIVE EXPENSES**

Hearing Date: September 18, 2018

Hearing Time: 11:00 a.m.

Location: Courtroom No. 601

**PLEASE TAKE NOTICE THAT** S. Cary Forrester, as Chapter 11 Trustee for the estate of Ara Macao Holdings, L.P. ("**Trustee**") filed a *Motion for Order Authorizing Borrowing with Priority over Other Administrative Expenses* (the "**Borrowing Motion**") [DE 213] on August 21, 2018. Through the Borrowing Motion, Trustee seeks authority to borrow up to \$300,000 from existing stakeholders (the "**Lenders**") to help defray administrative expenses of the estate. The loan obligation will be accorded super-administrative-priority status under § 364(c)(1) of the Bankruptcy Code, subject to a carve-out for estate professional fees and statutory fees incurred in the Chapter 11 case. Copies of the Borrowing Motion are available upon written request from Trustee's counsel (including email requests) at the address set forth above. The essential terms of the loan are as follows:

- a. **Interest Rate:** 8% for the first 60 days after each advance, then increasing to 12%;
- b. **Maturity:** The earlier of (i) the funding of a subsequent and larger loan facility; (ii) the effective date of a confirmed plan of reorganization; (iii) September 30, 2019; or (iv) the conversion of this case to a proceeding under Chapter 7 of the United States Bankruptcy Code;
- c. **Loan Fee:** 2% of the principal amount advanced, payable at maturity;
- d. **Evidence of Indebtedness:** The loan will be evidenced by promissory notes, substantially in the form attached to the Borrowing Motion as Exhibit "A", which will be issued to each lender for the amount of its advance.

**PLEASE TAKE FURTHER NOTICE** that a final hearing on the Borrowing Motion will be held on September 18, 2018 at 11:00 a.m. before the Honorable Paul Sala, at the United States Bankruptcy Court, 230 N. First Avenue, 6<sup>th</sup> Floor, Courtroom 601, Phoenix, Arizona, 85003, or as soon thereafter as counsel may be heard.

**PLEASE TAKE FURTHER NOTICE** that any objection to the DIP Financing Motion or the entry of a final order approving it must be filed with the Clerk of the United States Bankruptcy Court, 230 N. First Avenue, Suite 101, Phoenix, Arizona 85003-1706, no later than September 11, 2018. Copies of any objections must also be served upon the Trustee's counsel at the address set forth above.

Dated August 22, 2018

**FORRESTER & WORTH, PLLC**

/s/ SCF (006342)

S. Cary Forrester

Counsel for Chapter 11 Trustee

Copy of the foregoing served by mail or  
e-mail August 22, 2018, to:

Alan A. Meda  
Burch & Cracchiolo PA  
702 E Osborn Rd Suite 200  
Phoenix, AZ 85014  
[ameda@bcattorneys.com](mailto:ameda@bcattorneys.com)

Patrick A. Clisham  
Scott B. Cohen  
Engelman Berger PC  
3636 N Central Ave #700  
Phoenix, AZ 85012  
[pac@eblawyers.com](mailto:pac@eblawyers.com)  
[sbc@eblawyers.com](mailto:sbc@eblawyers.com)

William J. Factor  
Sara E Lorber  
Law Office of William J Factor, Ltd.  
105 W Madison St., Suite 1500  
Chicago, IL 60602  
[slorber@wfactorlaw.com](mailto:slorber@wfactorlaw.com)  
[wfactor@wfactorlaw.com](mailto:wfactor@wfactorlaw.com)

Christopher J Pattock  
Renee Sandler Shamblin  
Office of the U.S. Trustee  
230 N First Ave., #204  
Phoenix, AZ 85003-1706  
[christopher.j.pattock@usdoj.gov](mailto:christopher.j.pattock@usdoj.gov)  
[renee.s.shamblin@usdoj.gov](mailto:renee.s.shamblin@usdoj.gov)

James E. Cross  
The Cross Law Firm, P.L.C.  
1850 N Central Ave., Suite 1150  
Phoenix, AZ 85004  
[jcross@crosslawaz.com](mailto:jcross@crosslawaz.com)

Michael W. Carmel  
Law Offices of Michael W. Carmel, Ltd.  
80 E Columbus Avenue  
Phoenix AZ 85012-2334  
[Michael@mcarmellaw.com](mailto:Michael@mcarmellaw.com)

/s/ Matthew D. Burns  
Matthew D. Burns