

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

|  |   |                         |
|--|---|-------------------------|
| In re:   | ) |                         |
|  | ) | Chapter 11              |
| ORLEANS HOMEBUILDERS, INC., <u>et al.</u> , <sup>1</sup> | ) | Case No. 10-10684 (PJW) |
|  | ) |                         |
| Debtors.   | ) | Jointly Administered    |
|  | ) | <b>RE: D.I. 10, 47</b>  |
|  | ) |                         |

**FINAL ORDER AUTHORIZING THE  
MAINTENANCE AND RENEWAL OF SURETY BONDS, THE  
PAYMENT OF SURETY BOND PREMIUMS, AND PREVENTING  
THE SURETIES FROM GIVING ANY NOTICE OF TERMINATION  
OR OTHERWISE MODIFYING OR CANCELING ANY SURETY BONDS**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Orleans Homebuilders, Inc. (4323), Brookshire Estates, L.P. (8725), Community Management Services Group, Inc. (6620), Greenwood Financial Inc. (7510), Masterpiece Homes, LLC (1971), OHB Homes, Inc. (0973), OHI Financing, Inc. (6591), OHI PA GP, LLC (2675), OPCNC, LLC (8853), Orleans Arizona Realty, LLC (9174), Orleans Arizona, Inc. (2640), Orleans at Bordentown, LLC (4968), Orleans at Cooks Bridge, LLC (4185), Orleans at Covington Manor, LLC (9891), Orleans at Crofton Chase, LLC (8809), Orleans at East Greenwich, LLC (9814), Orleans at Elk Township, LLC (6891), Orleans at Evesham, LLC (7244), Orleans at Falls, LP (2735), Orleans at Hamilton, LLC (9679), Orleans at Harrison, LLC (4155), Orleans at Hidden Creek, LLC (3301), Orleans at Jennings Mill, LLC (4693), Orleans at Lambertville, LLC (0615), Orleans at Limerick, LP (7791), Orleans at Lower Salford, LP (9523), Orleans at Lyons Gate, LLC (2857), Orleans at Mansfield LLC (1498), Orleans at Maple Glen LLC (7797), Orleans at Meadow Glen, LLC (4966), Orleans at Millstone River Preserve, LLC (8810), Orleans at Millstone, LLC (8063), Orleans at Moorestown, LLC (9250), Orleans at Tabernacle, LLC (9927), Orleans at Thornbury, L.P. (4291), Orleans at Upper Freehold, LLC (3225), Orleans at Upper Saucon, L.P. (3715), Orleans at Upper Uwchlan, LP (8394), Orleans at Wallkill, LLC (2875), Orleans at West Bradford, LP (4161), Orleans at West Vincent, LP (9557), Orleans at Westampton Woods, LLC (8095), Orleans at Windsor Square, LP (9481), Orleans at Woolwich, LLC (9215), Orleans at Wrightstown, LP (9701), Orleans Construction Corp. (0893), Orleans Corporation (8770), Orleans Corporation Of New Jersey (5325), Orleans DK, LLC (5308), Orleans RHIL, LP (1938), Parker & Lancaster Corporation (1707), Parker & Orleans Homebuilders, Inc. (5269), Parker Lancaster, Tidewater, L.L.C. (7432), Realen Homes, L.P. (8293), RHGP LLC (8197), Sharp Road Farms Inc. (1871), Stock Grange, LP (4027), and Wheatley Meadows Associates (5459).

Upon consideration of the motion (the "Motion")<sup>2</sup> of the above-captioned Debtors for an order, pursuant to Bankruptcy Code §§ 105(a) and 363(b), (a) authorizing, but not directing, them to maintain the Surety Bonds (including the authority to revise, extend, supplement, renew, or modify surety bond coverage) and to pay any pre-petition and/or post-petition premiums, and (b) preventing the Sureties from giving any notice of termination or otherwise modifying or canceling any of the Surety Bonds; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and the Court having found that good and sufficient cause exists for granting the Motion; and upon consideration of the Declaration of Benjamin D. Goldman in Support of First-Day Pleadings; and upon the record of these Chapter 11 cases and hearings held on March 3, and April 6, 2010, to consider the Motion; and it appearing that the relief requested in the Motion, as modified herein, is appropriate in the context of these cases and in the best interests of the Debtors and their respective estates, their creditors, and all other parties-in-interest; and it appearing that notice of the Motion was adequate and proper under the circumstances of these cases, and it appearing that no other or further notice need be given; and the Court having entered an interim order relating to the Motion on March 3, 2010, it is hereby

ORDERED that the Motion is granted on a final basis as set forth herein; and it is further

ORDERED that the Debtors are authorized and empowered, in their discretion, to maintain the Surety Bonds (including the authority to revise, extend, supplement, renew, or modify surety bond coverage); provided, however, that this Order shall not be construed to

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

extend the rights of the Debtors beyond the terms of their agreements with the Sureties or the Surety Bonds, subject to the Bankruptcy Code, applicable non-bankruptcy law, or further order of this Court; and it is further

ORDERED that the Debtors are authorized and empowered, in their discretion, to pay Surety Bond premiums outstanding as of the Petition Date; and it is further

ORDERED that the Debtors are authorized and empowered, in their discretion, to make the payments authorized by this Order from any available funds subject to the terms of any post-petition financing and/or cash collateral orders; and it is further

ORDERED that all of the Debtors' banks are authorized and directed to honor all checks issued and fund transfers requested in respect of the Surety Bonds requested in the Motion, as approved by this Order, to the extent sufficient funds are on deposit, regardless of whether such checks or fund transfer requests were issued prior to or after Petition Date; and it is further

ORDERED that the Sureties shall be prevented from giving any notice of termination or otherwise modifying or canceling the Surety Bonds, without the written consent of the Debtors, except as provided for pursuant to the Debtors' agreements with the Sureties or the Surety Bonds themselves and related agreements, subject to or as otherwise limited by the Bankruptcy Code, other applicable law, or further order of this Court, without first obtaining relief from the automatic stay imposed by Bankruptcy Code § 362; and it is further

ORDERED that any payment made pursuant to this Order shall not be construed as an admission as to the validity of any claim against the Debtors, as a waiver of the Debtors' or any party-in-interest's right to dispute any such claim, or as an approval or assumption of any

agreement, contract, program, policy, or lease under Bankruptcy Code § 365 or otherwise, and all related rights shall be reserved; and it is further

ORDERED that the Debtors are authorized and empowered to take any necessary actions to implement and effectuate the terms of this Order; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry, notwithstanding any applicability of Bankruptcy Rule 6004(h); and it is further

ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Wilmington, Delaware

April 7, 2010



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THE HONORABLE PETER J. WALSH  
UNITED STATES BANKRUPTCY JUDGE