



**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-2(c)
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Debtors-in-Possession

In re:

RIH ACQUISITIONS NJ, LLC, *et al.*,¹

Debtors-in-Possession.

Case No. 13-34483 (GMB)

Judge: Hon. Gloria M. Burns

Chapter 11

(Jointly Administered)

Hearing Date and Time:

December 23, 2013, at 11:00 a.m.

**STIPULATION AND CONSENT ORDER RESOLVING OBJECTION OF UNITE HERE
LOCAL 54 TO THE DEBTORS' MOTION (1) APPROVING THE SALE OF
SUBSTANTIALLY ALL THEIR ASSETS, (2) AUTHORIZING THE ASSUMPTION
AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS, AND (3) GRANTING
CERTAIN RELATED RELIEF**

The relief set forth on the following pages, numbered two (2) through six (6), is hereby
ORDERED.

DATED: 1/6/2014



Gloria M. Burns, Chief Judge
United States Bankruptcy Court Judge

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).



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Debtors: RIH ACQUISITIONS NJ, LLC, *et al.*
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THIS MATTER having been opened to the Court by RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel ("**RIH Acquisitions**") and RIH Propco NJ, LLC, the within debtors and debtors-in-possession (the "**Debtors**"), by and through their counsel, Cole, Schotz, Meisel, Forman & Leonard, P.A., upon motion for entry of an Order: (1) approving the sale of substantially all of the Debtors' assets; (2) authorizing the assumption and assignment of certain executory contracts; and (3) granting certain related relief [Docket No. 62] (the "**Motion**");² and sufficient notice of the Motion having been provided to all parties-in-interest, as evidenced by the Affidavit of Service filed with the Court; and Unite Here Local 54 (the "**Union**") having filed an objection to the Motion [Docket No. 182] (the "**Union Objection**"); and the Debtors having filed a reply to the Union Objection [Docket No. 208]; and it appearing that the Debtors and the Union have resolved the Union Objection on the terms and conditions set forth herein and as stated on the record during the hearing to consider the Motion on December 23, 2013; and good cause appearing for the entry of this Order;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and among the undersigned counsel for the parties as follows:

² All capitalized terms used but not otherwise defined herein shall have the same meanings ascribed to them in the Verified Application submitted in support of the Motion.

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1. Subsequent to the closing on the sale of the Debtors' assets to Tropicana Atlantic City Corp. and Caesars Entertainment Operating Company, Inc. (the "**Sale**") and as soon as reasonably practicable thereafter, the Debtors shall pay as an administrative expense the health and welfare contribution to the UNITE HERE Health Fund owed for the bargaining unit employees for the period January 1, 2014 through and including January 31, 2014 based on 120 hours per bargaining unit employee.

2. Subsequent to the closing on the Sale and as soon as reasonably practicable thereafter, the Debtors shall pay \$1,500 to each bargaining unit employee (including employees who were on layoff or on any approved leave of absence at any time between November 6, 2013 and January 13, 2014) as a severance payment in a separate check to be taxed at the minimal legally permissible tax rate.

3. The Debtors will agree to treat as an administrative expense accrued but unpaid vacation for the bargaining unit employees during the period November 6, 2013 through and including January 13, 2014 pursuant to the terms of that certain memorandum of agreement dated March 5, 2012, and all previous memorandums of agreement and collective bargaining agreements by and between the Debtors and the Union (the "**CBA**"); provided, however, accrued but unpaid vacation for the bargaining unit employees prior to November 6, 2013 shall not be

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treated as an administrative expense. Bargaining unit employee vacation is based on a percentage of annual pay based on years of service under the CBA. The Debtors shall also treat as an administrative expense the health and welfare contribution for hours paid associated with the accrued but unpaid vacation for the bargaining unit employees during the period November 6, 2013 through and including January 13, 2014; provided, however, the Debtors shall not be required to pay pension and severance contributions associated with payment of accrued but unpaid vacation for the bargaining unit employees during the period November 6, 2013 through and including January 13, 2014.

4. With the exception of the health and welfare, pension and severance contributions due for December 2013 and January 2014, which shall be made in accordance with the terms of the CBA and, except as otherwise set forth above, the CBA is rejected as of the time of the closing on January 13, 2014 and the Debtors shall have no obligations under the CBA after January 13, 2014.

5. With the exception of the administrative expense claims as set forth in paragraphs 1-3 of this Order, the Union and bargaining unit employees shall not assert any other administrative expense claims as a result of the rejection of the CBA, sale, closure or otherwise.

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The Union and the bargaining unit employees reserve the right to file unsecured priority claims and/or general unsecured claims and the Debtors' estates reserves their right to object to same.

6. This Stipulation and Consent Order shall be of no force or effect unless and until it is approved by the Bankruptcy Court. When so approved, this Stipulation and Consent Order shall be binding upon the Debtors and the Union, as well as each of their respective successors and assigns, and any trustee appointed in these cases.

7. This Stipulation and Consent Order may be executed by facsimile in counterparts and it shall not be necessary that the signatures of, or on behalf of, each party appear on each counterpart, but it shall be sufficient that the signature of, or on behalf of, each party appear on one or more counterparts, all counterparts of which collectively shall constitute a single document. Any party executing by facsimile will provide an original signature page to the other party within a reasonable amount of time.

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8. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Stipulation and Consent Order.

The undersigned consent to the terms, conditions
and entry of this Stipulation and Consent Order:

January 3, 2014

COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.
Attorneys for Debtors

CLEARY, JOSEM & TRIGIANI LLP
Attorneys for the Union

By: /s/ **Ryan T. Jareck**
Ryan T. Jareck, Esq.

By: /s/ **Regina C. Hertzig**
Regina C. Hertzig, Esq.