



ORDERED in the Southern District of Florida on October 30, 2013.

Raymond B. Ray, Judge
United States Bankruptcy Court

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
FORT LAUDERDALE DIVISION
www.flsb.uscourts.gov

In re

LEVITT AND SONS, LLC,
a Florida limited liability company, et al.,

Debtors.

Chapter 11

Case No. 07-19845-BKC-RBR

Jointly Administered

ORDER GRANTING MOTION OF PLAN ADMINISTRATOR FOR AN ORDER APPROVING THE SALE OF CERTAIN ASSETS OF THE DEBTORS' ESTATES TO OAK POINT PARTNERS, INC. FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS, AND ENCUMBRANCES PURSUANT TO 11 U.S.C. §§ 105 AND 363 AND RELATED RELIEF

THIS MATTER came before the Court on the 29th day of October, 2013 at 9:30 a.m., in Fort Lauderdale, Florida, upon the *Motion of Plan Administrator for an Order Approving the Sale of Certain Assets of the Debtors' Estates to Oak Point Partners, Inc. Free and Clear of Liens, Claims, Interests, and Encumbrances Pursuant to 11 U.S.C. §§ 105 and 363 and Related Relief* [ECF# 6255] (the "Motion"), filed by James S. Feltman (the "Plan Administrator"), as

Plan Administrator of the bankruptcy estates of Levitt and Sons, LLC (“LAS”) and its related debtors (collectively, the “Debtors”). The Motion requests the entry of an order pursuant to 11 U.S.C. §§ 105 and 363, approving the sale of certain assets of the Debtors’ estates to Oak Point Partners, Inc. (“Oak Point”) and related terms. The Court having jurisdiction to consider the Motion and requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided; and that no objections to the Motion were filed or raised at the hearing thereon; and it appearing that no other notice need be provided and that further notice has been waived; and the Court having read and considered the Motion, having determined that the legal and factual bases set forth in the Motion and at the hearing thereon establish just and sufficient cause for the relief granted herein; it is hereby

ORDERED:

1. The Motion is **GRANTED**.
2. The Agreement¹ and all of its terms and conditions are approved in their entirety.
3. Pursuant to 11 U.S.C. § 363(b), the Plan Administrator is authorized to sell the Remnant Assets to Oak Point for the consideration described in the Motion.
4. Notwithstanding anything to the contrary in the Agreement, the Remnant Assets shall not include the Wachovia Collateral, as that term is defined in the Plan.
5. Pursuant to 11 U.S.C. § 363(f), the sale of the Remnant Assets to Oak Point (the “Sale”) shall be free and clear of any and all liens, claims, and encumbrances, with such liens, claims, and encumbrances to attach to the proceeds of the sale with the same force, effect, and

¹ Capitalized terms not defined herein shall carry the meaning ascribed to them in the Motion.

priority as such liens, claims, and encumbrances have on the estates' right to the Remnant Assets, as appropriate, subject to the rights and defenses of the Debtors, Plan Administrator, and any party in interest with respect thereto.

6. The Plan Administrator is authorized to take such action as is necessary to effectuate the terms of the Agreement, together with all additional instruments and documents that may be reasonably necessary to implement the Agreement.

7. Oak Point is granted the protections provided to a good faith purchaser under 11 U.S.C. § 363(m).

8. The transfer of the Remnant Assets to Oak Point pursuant to the Agreement constitutes a legal, valid, and effective transfer of the Remnant Assets; and shall vest Oak Point with all right, title, and interest in and to the Remnant Assets.

9. The fourteen-day stay under Bankruptcy Rule 6004(h) is waived.

10. This Court reserves jurisdiction over the provisions of this order and to hear and determine all matters arising from the implementation of this order.

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Submitted by:

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Copy furnished to:

Paul A. Avron, Esq.

(Attorney Avron is directed to serve a conformed copy of this Order upon all interested parties, and to file a Certificate of Service).