

EXHIBIT 4

GUIDELINES FOR CHAPTER 11 CASH COLLATERAL ORDERS AND DEBTOR IN POSSESSION FINANCING ORDERS

The following guidelines are provided to assist chapter 11 debtors with the submission of proposed consent orders approving motions for emergency use of cash collateral and requests for debtor in possession financing (“Emergency Cash Collateral and DIP Financing Orders”). These guidelines are not intended to limit requests for relief in motions requesting final approval of the use of cash collateral and/or debtor in possession financing where all creditors and parties in interest have been provided appropriate notice and an opportunity for hearing.

These guidelines provide: (i) general reminders and requirements for Emergency Cash Collateral and DIP Financing Orders, (ii) a general description of factual findings that should be included in a motion for emergency use of cash collateral, (iii) examples of decretal provisions the Court will ordinarily approve in connection with Emergency Cash Collateral and DIP Financing Orders, and (iv) examples of provisions the Court generally will not approve in connection with Emergency Cash Collateral and DIP Financing Orders without providing notice and opportunity for hearing to all creditors and parties in interest.

A. GENERAL GUIDELINES

1. Debtor must provide no less than 48-hour notice of the motion and any expedited hearing thereon as provided in Local Rule 4001-2(b).
2. Even if parties have agreed and consented to the relief requested, approval of such relief remains subject to the discretion of the Court.

B. FACTUAL FINDINGS THAT MAY BE INCLUDED IN EMERGENCY CASH COLLATERAL AND DIP FINANCING ORDERS

1. That debtor has complied with all applicable service requirements, as stated in paragraph A.1. of these guidelines.
2. That the secured creditor asserts a lien or interest in cash collateral, the priority of any such lien or the nature of any such interest, and the amount of indebtedness allegedly secured by the cash collateral or the extent of such interest.
3. Identification of the assets that are generating or will generate cash collateral.
4. That debtor has an immediate need for the use of cash collateral or debtor in possession financing, as applicable, including the reason for that immediate need (e.g. to preserve assets of the estate, to fund business operations, to purchase inventory, etc.).
5. That debtor reaffirms the existing terms and conditions of financing documents with secured creditor or other applicable documents establishing an interest in cash collateral.

C. DECRETAL PROVISIONS THAT ARE ORDINARILY APPROVED IN

EMERGENCY CASH COLLATERAL AND DIP FINANCING ORDERS

1. Granting and defining adequate protection to the secured creditor, and its successors and assigns, pursuant to §§ 361 and 363 of the Bankruptcy Code.
2. Granting the secured creditor replacement liens in postpetition assets to the same extent and priority as existed prepetition to the extent of diminution in value.
3. Granting the secured creditor a super-priority administrative claim to the extent that adequate protection proves inadequate.
4. Providing for the creation of a segregated debtor in possession account into which cash collateral shall be deposited.
5. Restricting the use of cash collateral to pay specific categories of operating expenses, per budgets to be attached to the order or subsequently filed with the Court.
6. Requiring debtor to maintain insurance.
7. Requiring the submission of periodic reports regarding use of cash, aging of accounts receivable, etc.
8. Providing equality of treatment for carve-outs as between professionals for debtor and professionals for any committee of unsecured creditors, and limiting the use of carve-outs to exclude the pursuit, but not the investigation, of claims against the secured creditor providing financing.
9. Providing that the order is sufficient and conclusive evidence of priority and validity of the security interest in and liens, including replacement liens, on the assets of the estate granted to the secured creditor, without the necessity of filing, recording, or serving any financing statements or other documents which may be otherwise required under federal or state law in any jurisdiction, or the taking of any action to validate or perfect the security interests and liens granted to secured creditor. Providing however, that the secured creditor may, in its discretion, file such financing statements or other documents with respect to such security interest and liens, and that debtor is authorized and directed to execute, or cause to be executed, all such financing statements or other documents upon the secured creditor's reasonable request.
10. Providing a time period for which an order authorizing the use of cash collateral is applicable.
11. Providing that even if authorization to use cash collateral expires, adequate protection/liens will continue to be effective unless or until modified by the Court.
12. Providing that upon a material default under an order authorizing the use of cash collateral, the secured creditor is entitled to an expedited hearing.

13. Setting a deadline for the secured creditor to file documents evidencing a perfected security interest with the Court.

14. Setting a further hearing date.

D. DECRETAL PROVISIONS THAT WILL GENERALLY NOT BE APPROVED ON AN EMERGENCY BASIS

1. Stipulations reducing the time period for parties in interest to challenge the perfection, validity, priority, or amount of secured claims to less than 60 days from the engagement of counsel for the committee of unsecured creditors or to less than 90 days from the commencement of the case if there is no committee of unsecured creditors in the case.
2. Stipulations as to the perfection, validity, or priority of secured claims that are binding on any party other than the debtor.
3. Including a provision in cases where the secured creditor asserts liens on accounts receivable pursuant to asset based revolving credit facilities that recharacterizes the “use of cash collateral” as a “postpetition advance” without regard to whether the “postpetition advance” is a new loan or the use of a prepetition receivable.
4. Provisions which release potential claims or causes of action by the estate against the secured creditor without providing parties in interest the opportunity to challenge any such releases.
5. Provisions which grant automatic relief from stay upon a material default under an order authorizing the use of cash collateral.
6. Provisions which grant cross-collateralization on unencumbered assets, absent extraordinary circumstances.
7. Provisions which authorize a purportedly postpetition credit facility, the proceeds of which satisfy any or all of the secured creditor’s prepetition debt.
8. Provisions that grant a lien on avoidance actions.
9. Provisions which purport to dictate the terms of any proposed or confirmed plan.