

pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and it appearing that notice of the Motion has been given as set forth in the Motion and that such notice is adequate under the circumstances; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; ; and after due deliberation and sufficient cause appearing therefor, it is hereby ordered that:

1. The Motion is granted as set forth herein.
2. The final hearing (the "Final Hearing") on the Motion shall be held on

April 23, 2019 at 11:00 a.m., prevailing Eastern Standard Time. Any objections or responses to entry of a final order on the Motion shall be filed on or before 4:00 p.m. on

April 16, 2019; and shall be served on: (a) the Debtors, 8929 Aero Dr., San Diego, CA 92123; (b) proposed counsel to the Debtors, Fox Rothschild LLP, 919 N. Market St., Suite 300, Wilmington, DE 19801, Attn: Thomas M. Horan (thoran@foxrothschild.com); (c) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801, Attn: Linda Richenderfer, Esq. (linda.richenderfer@usdoj.gov); (d) counsel to any statutory committee appointed in these chapter 11 cases; and (d) any other such party entitled to notice. In the event no objection to entry of the Final Order on the Motion is timely received, this Court may enter such Final Order without need for the Final Hearing.

3. The Debtors are authorized, but not directed to, negotiate, remit, and pay Taxes and Fees to the Authorities in the ordinary course of Debtors' businesses, without regard to whether such amounts accrued or arose before or after the Petition Date; provided, however, that such payments for prepetition Taxes and Fees shall not exceed an aggregate amount of \$59,000 without further order of this Court.

4. To the extent that a check issued or an electronic funds transfer requested prior to the Petition Date for payment of Taxes and Fees has not cleared Debtors' Banks as of the Petition Date:

- a. The Banks are authorized, but not directed, to receive, process, honor, and pay such checks and/or fund transfer requests, and/or
- b. The Debtors are authorized, but not directed, to issue replacement checks, submit replacement fund transfer requests, or provide other means of payment to the appropriate Authorities to the extent necessary in replacement of any checks or fund transfer requests in respect to pre-petition Taxes and Fees dishonored or rejected as a consequence of the commencement of the Debtors' chapter 11 cases.

5. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6003(b).

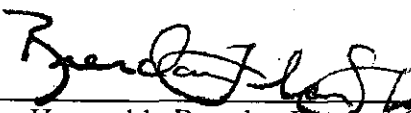
6. Notice of the Motion shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

7. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Interim Order are immediately effective and enforceable upon its entry.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Interim Order in accordance with the Motion.

9. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Interim Order.

Dated: March 22, 2019


The Honorable Brendan Lincan Shannon
United States Bankruptcy Judge