

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	) Chapter 11
	)
MONTESQUIEU, INC.,	) Case No. 19-10599 (BLS)
	)
Debtor.	) Joint Administration Requested
	)
In re:	) Chapter 11
	)
WG BEST WEINKELLEREI, INC. DBA	) Case No. 19-10601 (BLS)
MONTESQUIEU WINERY,	)
	) Joint Administration Requested
Debtor.	)
	)
In re:	) Chapter 11
	)
MONTESQUIEU CORP.,	) Case No. 19-10600 (BLS)
	)
Debtor.	) Joint Administration Requested
	)

**DEBTORS' MOTION FOR JOINT ADMINISTRATION OF  
THEIR CHAPTER 11 CASES**

Montesquieu, Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors”), by and through their undersigned proposed counsel, file this motion (this “Motion”) for the entry of an order (the “Order”), substantially in the form attached hereto as Exhibit A, directing joint administration of their related chapter 11 cases. In support of this Motion, the Debtors respectfully state as follows:<sup>1</sup>

<sup>1</sup> The facts and circumstances supporting this Motion are set forth in the Declaration of Fonda Hopkins in Support of Debtors' Chapter 11 Petitions and First Day Motions (the “First Day Declaration”), filed contemporaneously herewith.

## **JURISDICTION**

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). The Debtors consent, pursuant to Rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to the entry of a final order by the Court in connection with this Motion if it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory basis for the relief requested herein is section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”). Relief also is warranted under Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Bankruptcy Rules”).

## **INTRODUCTION**

4. On the date hereof (the “Petition Date”), each of the Debtors filed a petition with this Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

5. No party has requested the appointment of a trustee or examiner in these chapter 11 cases, and no committees have been appointed.

6. A description of the Debtors’ businesses, the reasons for commencing these chapter 11 cases, and the relief sought from this Court to allow for a smooth transition into chapter 11 are set forth in the First Day Declaration.

**RELIEF REQUESTED**

7. By this Motion, the Debtors seek entry of an order directing joint administration of these chapter 11 cases for procedural purposes only. Specifically, the Debtors request that the Court maintain one file and one docket for all of these chapter 11 cases under the case of Montesquieu, Inc. and that these chapter 11 cases be administered under the following caption:

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
MONTESQUIEU, INC.,	)	Case No. 19-10599 (BLS)
	)	
Debtor.	)	Jointly Administered
	)	

8. The Debtors further request that the Court order that the foregoing caption satisfies the requirements set forth in Bankruptcy Code section 342(c)(1).

9. The Debtors also request that an entry be made on the docket of each of the Debtors’ chapter 11 cases, other than Montesquieu, Inc., to reflect the joint administration of these chapter 11 cases that is substantially similar to the following:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware Directing joint administration of the chapter 11 cases of: Montesquieu, Inc.; WG Best Weinkellerei, Inc. dba Montesquieu Winery; and Montesquieu Corp. All further pleadings and other papers shall be filed in, and all further docket entries shall be made in, Case No. 19-10599 (BLS).

### **BASIS FOR RELIEF**

10. Bankruptcy Rule 1015(b) provides, in pertinent part, that “[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates.” Fed. R. Bankr. P. 1015. The Debtors have “affiliates” as that term is defined under Bankruptcy Code section 101(2). Accordingly, the Bankruptcy Code and Bankruptcy Rules authorize the Court to grant the relief requested herein.

11. Bankruptcy Code section 105(a) provides the Court with the power to grant the relief requested herein by permitting the Court to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of the [Bankruptcy Code].” 11 U.S.C. § 105(a).

12. Further, Local Bankruptcy Rule 1015-1 provides additional authority for the Court to order joint administration of these chapter 11 cases:

An order of joint administration may be entered, without notice and an opportunity for hearing, upon the filing of a motion for joint administration pursuant to Fed. R. Bankr. P. 1015, supported by an affidavit, declaration or verification, which establishes that the joint administration of two or more cases pending in this Court under title 11 is warranted and will ease the administrative burden for the Court and the parties. An order of joint administration entered in accordance with this Local Rule may be reconsidered upon motion of any party in interest at any time. An order of joint administration under this Local Rule is for procedural purposes only and shall not cause a “substantive” consolidation of the respective debtors’ estates.

Del. Bankr. L.R. 1015-1.

13. Joint administration generally is non-controversial, and courts in this District routinely order joint administration in multiple related cases.

14. As set forth in the First Day Declaration, the three Debtor entities in these chapter 11 cases are “affiliates” as that term is defined in Bankruptcy Code section 101(2). Given the integrated nature of the Debtors’ operations, joint administration of these chapter 11

cases will provide significant administrative convenience without harming the substantive rights of any party in interest. Many of the motions, hearings, and orders that will arise in these chapter 11 cases will affect each and every Debtor entity. The entry of an order directing joint administration of these chapter 11 cases will reduce fees and costs by avoiding duplicative filings and objections. Joint administration also will allow the Office of the United States Trustee for the District of Delaware and all parties in interest to monitor these chapter 11 cases with greater ease and efficiency.

15. Moreover, joint administration will not adversely affect the Debtors' respective constituencies because this Motion requests only administrative, not substantive, consolidation of the estates. Parties in interest will not be harmed by the relief requested, but, instead, will benefit from the cost reductions associated with the joint administration of these chapter 11 cases. Accordingly, the Debtors submit that the joint administration of these chapter 11 cases is in the best interests of their estates, their creditors, and all other parties in interest.

#### **NOTICE**

16. The Debtors have provided notice of the Motion to: (a) the Office of the United States Trustee for the District of Delaware; (b) the entities holding the largest unsecured claims; (c) the Debtors' prepetition lenders; (d) the Internal Revenue Service; (e) the Securities and Exchange Commission; (f) the Delaware Secretary of State; (g) the Delaware Secretary of Treasury; (h) the California Secretary of State; and (i) the California State Treasurer's Office. In light of the nature of the relief requested, the Debtors respectfully submit that no further notice is necessary.

**NO PRIOR REQUEST**

17. No prior request for the relief sought in this Motion has been made to this or any other court.

Wherefore, for the reasons set forth herein and in the First Day Declaration, the Debtors respectfully request that the Court enter an order, substantially in the form attached hereto as Exhibit A, granting the relief requested herein and granting such other and further relief as is just and proper.

Dated: March 20, 2019

**FOX ROTHSCHILD LLP**

/s/ Thomas M. Horan  
Mette H. Kurth (DE Bar No. 6491)  
Thomas M. Horan (DE Bar No. 4641)  
919 N. Market St., Suite 300  
Wilmington, DE 19899-2323  
Telephone: (302) 654-7444  
E-mail: mkurth@foxrothschild.com  
E-mail: thoran@foxrothschild.com

-and-

Amanda Hunt  
One Summerlin  
1980 Festival Plaza Drive, Suite 700  
Las Vegas NV 89135  
Telephone: (702) 699-5162  
E-mail: ahunt@foxrothschild.com

*Proposed Counsel to the Debtors and  
Debtors-in-Possession*

# **EXHIBIT A**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
MONTESQUIEU, INC.,	)	Case No. 19-10599 (BLS)
	)	
Debtor.	)	Joint Administration Requested
	)	
	)	<b>Re: D.I.</b> _____
	)	
In re:	)	Chapter 11
	)	
WG BEST WEINKELLEREI, INC. DBA MONTESQUIEU WINERY,	)	Case No. 19-10601 (BLS)
	)	
Debtor.	)	Joint Administration Requested
	)	
	)	<b>Re: D.I.</b> _____
	)	
In re:	)	Chapter 11
	)	
MONTESQUIEU CORP.,	)	Case No. 19-10600 (BLS)
	)	
Debtor.	)	Joint Administration Requested
	)	
	)	<b>Re: D.I.</b> _____
	)	
	)	

**ORDER GRANTING DEBTORS’ MOTION FOR JOINT ADMINISTRATION OF  
THEIR CHAPTER 11 CASES**

Upon the motion (the “Motion”)<sup>1</sup> of Montesquieu, Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors”), for entry of an order (this “Order”) directing the joint administration of the Debtors’ related chapter 11 cases, all as more fully set forth in the Motion; and upon the First Day Declaration; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.



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 upon all of the proceedings had before the Court; 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 above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. \_\_\_\_\_.
3. The caption of the jointly administered cases shall read as follows:

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
MONTESQUIEU, INC.,	)	Case No. 19-10599 (BLS)
	)	
Debtor.	)	Jointly Administered
	)	

4. The foregoing caption shall satisfy the requirements set forth in Bankruptcy Code section 342(c)(1).
5. An entry shall be made on the docket of each of the Debtors’ cases, other than that of Montesquieu, Inc., that is substantially similar to the following:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware Directing joint administration of the chapter 11 cases of: Montesquieu, Inc.; WG Best Weinkellerei, Inc. dba Montesquieu Winery; and Montesquieu Corp. All further pleadings and other papers shall be filed in, and all further docket entries shall be made in, Case No. 19-10599 (BLS).

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the District of Delaware shall keep, one consolidated docket, one file, and one consolidated service list.

7. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases.

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

9. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: \_\_\_\_\_, 2019

\_\_\_\_\_  
The Honorable Brendan Linehan Shannon  
United States Bankruptcy Judge