

ORDERED.

Dated: March 09, 2021



Catherine Peek McEwen  
United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
TAMPA DIVISION  
[www.flmb.uscourts.gov](http://www.flmb.uscourts.gov)

In re: Chapter 11  
BAYSIDE WASTE SERVICES, LLC, Case No. 8:20-bk-2359-CPM  
Debtor.

**ORDER APPROVING DISCLOSURE STATEMENT FOR  
DEBTOR'S PLAN OF LIQUIDATION UNDER CHAPTER 11  
OF TITLE 11, UNITED STATES CODE, CONFIRMING PLAN  
OF LIQUIDATION UNDER CHAPTER 11 OF TITLE 11, UNITED  
STATES CODE, AND SETTING DEADLINES TO OBJECT TO CLAIMS**

BAYSIDE WASTE SERVICES, LLC (the “Debtor”), filed the Debtor’s Plan of Liquidation Under Chapter 11 of Title 11, United States Code (Doc. No. 123) (the “Plan”) dated as of November 2, 2020 with this Court. The Court makes the following findings as to final approval of the Disclosure Statement and Confirmation of the Plan:

A. This Court has jurisdiction over the Debtor; the Bankruptcy Case; all of the Debtor’s Assets, wherever located; all contracts of the Debtor; all Claims against and Interests in

the Debtor; and all Holders of Claims against and Holders of Interests in the Debtor pursuant to 28 U.S.C. §1334. Confirmation of the Plan is a “core proceeding” pursuant to, without limitation, 28 U.S.C. §§157(b)(2)(A), (L) and (O), and this Court has jurisdiction to enter a final order with respect thereto. Venue is proper before this Court pursuant to 28 U.S.C. §§1408 and 1409.

B. All capitalized terms used in this Confirmation Order but not defined herein shall have the meaning ascribed to such terms in the Plan.

C. The Debtor filed its Voluntary Petition for Relief under Chapter 11 of the Bankruptcy Code on March 18, 2020 (the “**Petition Date**”).

D. On November 2, 2020, the Debtor filed with this Court the Plan and the Disclosure Statement for Debtor’s Plan of Liquidation Under Chapter 11 of Title 11, United States Code (Doc. No. 124) (the “**Disclosure Statement**”).

E. On November 5, 2020, this Court entered its Order Conditionally Approving Disclosure Statement, Fixing Time to File Objections to the Disclosure Statement, Fixing Time to File Applications for Administrative Expenses, Setting Hearing on Confirmation of the Plan, and Setting Deadlines With Respect to Confirmation Hearing (Doc. No. 125) (the “**Disclosure Statement Order**”).

F. On November 11, 2020, pursuant to the Disclosure Statement Order, copies of the Disclosure Statement Order, the Plan, the Disclosure Statement, and Ballot were mailed by the Debtor to all Creditors of the Debtor as set forth on the Court’s master mailing matrix for the Bankruptcy Case. A certificate of service has been filed by the Debtor on the record regarding such service (Doc. No. 130).

G. In the Disclosure Statement Order, the Court, among other things, fixed (a) December 9, 2020 as the last date for the filing of Ballots accepting or rejecting the Plan, (b)

December 10, 2020 as the last date for the filing of written objections to Confirmation of the Plan, and (c) December 17, 2020, as the date for the Confirmation Hearing.

H. On December 10, 2020, Commercial Credit Group's Objection to Debtor's Chapter 11 Plan of Reorganization (Doc. No. 138) (the "**CCG Objection**") was filed by Commercial Credit Group, Inc. ("**CCG**") with the Court.

I. On December 15, 2020, the Debtor's Motion for Confirmation of Plan of Reorganization Pursuant to 11 U.S.C. § 1129(b) (Cramdown) (Doc. No. 142) (the "**Motion for Cramdown**") was filed with the Court.

J. At the December 17 hearing, the Confirmation Hearing was continued until December 29 at 3:00 p.m., and on December 29, the Confirmation Hearing was further continued until January 7, 2021 at 1:30 p.m.

K. At the Confirmation Hearing, it was announced on the record that the Reorganized Debtor and CCG had agreed to settle and resolve the CCG Objection with the Reorganized Debtor paying the following amounts to CCG at Closing: (i) the amounts owed on the Petition date as reflected in CCG's Claim No. 9; (ii) post-petition attorney fees of \$5,000; (iii) contractual interest through closing; (iv) fifty percent of the default interest from the Petition Date through December 17, and (v) default interest from December 18, 2020 through the Closing, less post-petition adequate protection payments made during the Bankruptcy Case (the "**CCG Resolution**").

L. The Plan classifies Claims and Interests into seventeen (17) separate Classes.

M. Classes 2, 3, 5, 6, 7, 8, 10, 11, 13, 14, 15, 16, and 17 were treated as Impaired under the Plan.

N. The Court finds that, based upon the tabulation of Ballots as set forth in the Ballot Tabulation (Doc. No. 140) and the Order Granting Debtor's Motion to Allow Late Filed Ballot (Doc. No. 152), Classes 15 and 16 have accepted the Plan.

O. Classes 1, 4, 9, and 12 are Unimpaired.

P. Classes 2, 3, 5, 6, 7, 8, 10, 11, 13, and 14 did not vote and are the subject of the Motion for Cramdown. Classes 2, 3, 5, 6, 7, 8, 10, 11, 13, and 14 are retaining their liens against their collateral in the same extent, validity, and priority as existed on the Petition Date, and receiving payments from the collection of the collateral in accordance with their priority. To the extent that a Holder of a Claim in Classes 2, 3, 5, 6, 7, 8, 10, 11, 13, and 14 are not paid from the collection of accounts receivable, such Creditors will be treated as Holders of class 15 Claims. The treatment of Classes 2, 3, 5, 7, 8, 10, 11, 13, and 14 under the Plan is fair and equitable.

Q. Prior to the Confirmation Hearing, the Confirmation Affidavit and Memorandum in Support of Confirmation (Doc. No. 143) (the "**Confirmation Affidavit**"), signed by Paul Simon, was filed with the Court. The Confirmation Affidavit summarized the principal features of the Plan, including the feasibility of the Plan; the means for implementing the Plan; the sale of the Transferred Assets; and Distributions to Creditors and Holders of Allowed Claims pursuant to the Plan. Paul Simon was available to testify at the Confirmation Hearing. No party objected to any of the statements in the Confirmation Affidavit or sought to cross-examine Paul Simon at the Confirmation Hearing. The Court finds that those statements in the Confirmation Affidavit and proffers of counsel for the Debtor in support of the Plan at the Confirmation Hearing should be accepted.

R. The Court finds that the Plan and this Confirmation Order are fair, equitable, reasonable, and proper; are in the best interests of the Debtor's Estate; and are binding upon all Creditors and Holders of Interests.

S. With respect to the requirements of 11 U.S.C. §1129(a) as applicable to the Plan, the Court finds as follows:

1. Copies of the Plan, the Disclosure Statement, Disclosure Statement Order, and Ballot were mailed to all Creditors of the Debtor as shown on the Court's master mailing matrix for the Bankruptcy Case in accordance with the Disclosure Statement Order. The Court hereby expressly finds that (i) timely and proper notice of the Confirmation Hearing and the time fixed for filing Ballots on the Plan and objections to confirmation of the Plan and final approval of the Disclosure Statement was given to all appropriate Creditors and Holders of Interests of the Debtor and all parties in interest, (ii) such notice was adequate and sufficient to notify all Creditors and Holders of Interests of the Debtor and all parties in interest of the Confirmation Hearing and the objection and voting deadlines as to the Plan, and (iii) such notice complied in all respects with the procedural orders of this Court, the Bankruptcy Code, the Bankruptcy Rules, including without limitation Bankruptcy Rules 2002, 3018, 3019, and 9006, and the Local Rules, and otherwise satisfied the requirements of due process. No other or further notice is required.

2. The Plan complies with each of the applicable provisions of Title 11 of the United States Code, including without limitation the provisions of 11 U.S.C. §§1122 and 1123.

3. As required by §1129(a)(2) of the Bankruptcy Code, the Debtor, as the proponent of the Plan, has complied with the applicable provisions of Title 11 of the United

States Code. Without limiting the generality of the foregoing and by way of example, the Debtor has complied with the disclosure and solicitation requirements of §§1125 and 1126 of the Bankruptcy Code.

4. The Plan has been proposed in good faith and not by any means forbidden by law by the Debtor.

5. Any payment made or to be made by the Debtor, in its capacity as Debtor or as proponent of the Plan, for services or for costs and expenses in or in connection with the Bankruptcy Case, or in connection with the Plan and incident to the Bankruptcy Case, has been approved by, or is subject to the approval of, the Court as reasonable.

6. The identity and affiliations of all persons who are to serve as directors or officers of the Reorganized Debtor under the Plan on the Effective Date.

7. No governmental regulatory commission now has, or will have after Confirmation of the Plan, jurisdiction over any rates of the Debtor.

8. With respect to each Class of Claims or Interests, each Holder of a Claim or Interest of such Class (i) has accepted the Plan, (ii) will receive or retain under the Plan on account of such Claim or Interest property of a value, as of the Effective Date of the Plan, that is not less than the amount that such Holder would so receive or retain if the Debtor was liquidated under Chapter 7 of Title 11 of the United States Code on such date, or (iii) is not Impaired under the Plan.

9. The Plan treatment of Holders of Allowed Administrative Expense Claims to be paid by the Reorganized Debtor complies with the requirements of 11 U.S.C. § 1129(a)(9).

10. The Plan treatment of Holders of Claims specified in 11 U.S.C. § 507(a)(3)-(7) complies with the requirements of 11 U.S.C. § 1129(a)(9).

11. The Plan treatment of Holders of Priority Tax Claims complies with the requirements of 11 U.S.C. § 1129(a)(9).

12. Without including any acceptance of the Plan by any Insider holding a Claim of such Class, an Impaired Class of Claims has accepted the Plan.

13. Confirmation of the Plan is not likely to be followed by the liquidation, or the need for further financial reorganization, of the Debtor. The Debtor has demonstrated that the Reorganized Debtor will be able to meet its respective financial and other obligations under the Plan. The Plan is feasible.

14. All fees payable under 28 U.S.C. §1930 through the date of entry of this Confirmation Order have been paid by the Debtor or shall be paid by the Reorganized Debtor as set forth below in this Confirmation Order. All fees payable under 28 U.S.C. §1930 for the periods following Confirmation of the Plan shall be paid as set forth below in this Confirmation Order.

15. The Debtor has no “retiree benefits” (as such term is defined in §1114 of the Bankruptcy Code) payable pursuant to 11 U.S.C. §1114.

16. The Plan has been accepted in writing by the requisite majorities of the Classes of Creditors whose acceptance is required by law.

17. With respect to Confirmation of the Plan, all other requirements of 11 U.S.C. §1129(a) and (b) have been met.

T. With respect to the Disclosure Statement, the Court finds that the Disclosure Statement provides adequate disclosure.

The Court having made the above findings, it is, accordingly

**ORDERED** that:

1. The Plan is confirmed.
2. The Disclosure Statement is finally approved.
3. The Motion for Cramdown is granted.
4. The CCG Objection is overruled as moot by virtue of the CCG Resolution announced at the Confirmation Hearing and the CCG Resolution is approved.
5. The findings of fact and conclusions of law set forth herein constitute this Court's findings of fact and conclusions of law pursuant to Bankruptcy Rule 7052, made applicable to this proceeding pursuant to Bankruptcy Rule 9014.
6. The findings of fact set forth above in this Confirmation Order be, and the same hereby are, ratified and adopted as findings of this Court and are incorporated herein.
7. To the extent any of the findings of fact set forth above are deemed to be conclusions of law, then such findings of fact are hereby adopted as conclusions of law. To the extent any of the following conclusions of law are deemed to be findings of fact, then such conclusions of law are hereby adopted as findings of fact.
8. The sale of the Transferred Assets to the Purchaser is approved.
9. The Transferred Assets shall vest in the Purchaser free and clear of Liens, Claims, and encumbrances.
10. The Debtor is authorized and directed to take all such steps as may be necessary to effectuate and implement the Plan and this Confirmation Order, including, without limitation, the execution and delivery of all agreements and other documents (and any amendments, supplements or modifications to any of the foregoing) as may be appropriate or necessary to consummate the

transactions, including but not limited to the sale of the Transferred Assets, contemplated by the Plan and this Confirmation Order.

11. At or prior to the Effective Date, the Debtor shall be authorized and directed to execute, deliver, file, or record any documents, including those required by the Plan, any Plan Documents, or the Confirmation Order and take such actions as may be necessary or appropriate, to effectuate and further evidence the terms and conditions of the Plan or any Plan Document or to otherwise comply with applicable law. The Debtor shall be authorized to execute all documents necessary to sell the Transferred Assets.

12. On the Effective Date, the Excluded Assets shall vest in the Reorganized Debtor and the Transferred Assets shall vest in the Purchaser.

13. From and after the Effective Date, the Reorganized Debtor shall possess all rights of a party in interest pursuant to § 1109(b) of the Bankruptcy Code for all matters arising in, arising under or related to the Reorganized Debtor or its assets. The Reorganized Debtor shall have the right (a) to appear and be heard on matters brought before the Bankruptcy Court or other court of competent jurisdiction on matters related to the Reorganized Debtor or its assets, (b) to obtain records of or related to the Debtor on matters related to the Reorganized Debtor or its assets, (c) to sign or otherwise execute documents, receive funds and direct transfers to third parties on matters related to the Reorganized Debtor or its assets, and (d) to have exclusive standing on behalf of the Debtor to commence or continue any Cause of Action with respect to the Reorganized Debtor or its assets, except as provided in the Plan. The Reorganized Debtor shall have standing to assert claims to the extent permitted by the Plan.

14. Neither a vote to accept the Plan by any Creditor nor the entry of this Confirmation Order will act as a release, waiver, bar, or estoppel of any of the Causes of Action against such

Creditor or any other person or Entity, except as provided in the Plan, in the Confirmation Order, or in any other Final Order of the Bankruptcy Court or the Plan otherwise waives or limits such Cause of Action. Confirmation of the Plan and entry of this Confirmation Order is not intended to and shall not be deemed to have any *res judicata* or other effect which would preclude or inhibit prosecution of such Causes of Action following Confirmation of the Plan, except as provided in the Plan or the Confirmation Order.

15. Pursuant to § 1146(a) of the Bankruptcy Code, the issuance, distribution, transfer or exchange of any security or the making, delivery or recording of any instrument of transfer pursuant to, in implementation of or as contemplated by the Plan, or the vesting, re-vesting, transfer or sale of any Assets of, by or in the Debtor, its Estate, pursuant to, in implementation of or as contemplated by the Plan, or any transaction arising out of, contemplated by or in any way related to the foregoing shall not be subject to any document recording tax, stamp tax, conveyance fee, intangible or similar tax, mortgage tax, stamp act, real estate transfer tax, mortgage recording tax, sales tax, Uniform Commercial Code filing or recording fee, or other similar tax or governmental assessment, and the appropriate state or local governmental officials or agents shall be, and hereby are, directed to forego the collection of any such tax or governmental assessment and to accept for filing and recording any of the foregoing instruments or other documents without the payment of any such tax or governmental assessment.

16. Unless otherwise ordered by this Court, and except as to any late-filed Claims and Claims resulting from the rejection of executory contracts or unexpired leases, if any, and notwithstanding the provisions of Local Bankruptcy Rule 3020-1(d), all objections to Claims shall be filed with this Court on or before thirty (30) days after the Effective Date.

17. Unless otherwise ordered by this Court, and notwithstanding the provisions of

Local Bankruptcy Rule 3020-1(d), any adversary proceeding or contested matter contemplated by the Plan shall be filed with this Court on or before one hundred twenty (120) days following the Effective Date. The provisions of this paragraph shall not apply to the defensive assertion of claims in support of objections to Proofs of Claim.

18. This Order is and shall be binding upon and govern the acts of all entities, including, without limitation, all filing agents, filing officers, title agents and underwriters, recorders of mortgages, recorders of deeds, administrative agencies, governmental departments, secretaries of state, federal, state, and local officials, and all other persons and entities who may be required by operation of law, the duties of their office, or contract, to accept, file, register or otherwise record or release any documents or instruments, or who may be required to report or insure any title or state of title in or to any of the Property, and each of the foregoing may rely upon the authority granted by this Order.

19. All rights of Holders of Claims or Interests of all Classes under the Plan, including, without limitation, the right to receive distributions on account of such Claims or Interests, hereafter shall be limited solely to the right to receive such distributions exclusively according to the Plan and pursuant to this Confirmation Order, the provisions of which shall be binding on such Holders to the fullest extent provided by §1141(a) of the Bankruptcy Code. After the date hereof, the Holders of such Claims or Interests shall have no further rights against the Debtor except as expressly provided in the Plan and this Confirmation Order.

20. The Plan and its provisions shall be and hereby are binding upon the Debtor, the Debtor's Estate, all Creditors and Holders of Interests (whether or not the Claim or Equity Interest of such Creditors or equity security holders is impaired under the Plan and whether or not such Creditors or equity security holders have accepted the Plan); all parties to any executory contract

or unexpired lease of the Debtor; all other parties in interest; and the respective successors and assigns of each of the foregoing.

21. All settlements, agreements and compromises provided for under the Plan, and all transactions, documents, instruments, and agreements referred to therein, contemplated thereunder or executed and delivered therewith, and any amendments or modifications thereto in substantial conformity therewith, are hereby approved, and the Debtor and the other parties thereto are authorized and directed to enter into them and to perform thereunder according to their respective terms.

22. On and after the Effective Date, the Reorganized Debtor shall pay the United States Trustee the appropriate sums required pursuant to 28 U.S.C. §1930(a)(6) attributable to all other distributions made by the Reorganized Debtor for post-Effective Date periods within the time period set forth in 28 U.S.C. §1930(a)(6) and file all related reports.

23. The Plan is confirmed in its entirety as if set forth in hac verba. The inclusion of decretal paragraphs in this Confirmation Order referring to specific provisions of the Plan or authorizing specific action by the Debtor shall not be construed to imply non-approval of other provisions or non-authorization of other actions.

24. Any executory contract or unexpired lease that has not been expressly rejected or assumed by the Debtor with this Court's approval on or prior to the date of entry of this Confirmation Order shall be deemed rejected by the Debtor unless there was pending before this Court on the date of entry of this Confirmation Order a motion to assume such executory contract or unexpired lease. This Confirmation Order shall constitute an order of this Court approving the rejection of each such executory contract and unexpired lease, pursuant to §§365 and 1123(b)(2) of the Bankruptcy Code.

25. The failure to reference or discuss any particular provision of the Plan in this Confirmation Order shall have no effect on the validity, binding effect and enforceability of such provision and such provision shall have the same validity, binding effect and enforceability as every other provision of the Plan.

26. To the extent of any inconsistency between the terms of the Plan and/or the Plan Documents and this Confirmation Order, the terms of the Confirmation Order shall govern.

27. Notwithstanding the entry of this Confirmation Order and the occurrence of the Effective Date, until these cases are closed, this Court shall retain the fullest and most extensive jurisdiction of these cases that is permitted under applicable law, including that necessary to ensure that the purposes and intent of the Plan are carried out. Without limiting the generality of the foregoing, after Confirmation of the Plan and until the case is closed, this Court shall retain jurisdiction of this case for each of the specific purposes set forth in Articles 12.1 and 12.2 of the Plan.

28. This Court retains jurisdiction to enforce and implement the terms and provisions of this Order, and of each of the agreements, documents and instruments executed in connection therewith.

29. A copy of the Notice of Confirmation in the form attached as **Exhibit A** to this Order shall be served on all creditors and Holders of Interests of the Debtor set forth on the Court's mailing matrix for this case. Counsel for the Debtor shall file a certificate of service with this Court regarding the foregoing service of this Confirmation Order.

30. Final Administrative Expense Claim applications by professionals shall be filed no later than forty-five (45) days after the Effective Date.

31. A postconfirmation status conference is hereby scheduled for **March 25, 2021 at 10:30 a.m.**

*Scott A. Stichter is directed to serve a copy of this order on interested parties who are non-CM/ECF users and to file a proof of service within 3 days of entry of the order.*

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
TAMPA DIVISION

In re: Chapter 11  
BAYSIDE WASTE SERVICES, LLC, Case No. 8:20-bk-2359-CPM  
Debtor.

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**NOTICE OF CONFIRMATION OF PLAN OF LIQUIDATION  
UNDER CHAPTER 11 OF TITLE 11, UNITED STATES CODE**

NOTICE IS HEREBY GIVEN, pursuant to Federal Rule of Bankruptcy Procedure 2002(f)(7), that on March \_\_\_\_, 2021, the United States Bankruptcy Court for the Middle District of Florida, Tampa Division, entered its Order Approving Disclosure Statement for Debtor’s Plan of Liquidation Under Chapter 11 of Title 11, United States Code, Confirming Plan of Liquidation Under Chapter 11 of Title 11, United States Code, and Setting Deadlines to Object to Claims (Doc. No. \_\_) (the “**Confirmation Order**”). A copy of the Confirmation Order is available on the Court’s docket or can be reviewed at [http://srbp.com/images/Bayside Waste/Confirmation Order.pdf](http://srbp.com/images/Bayside_Waste/Confirmation_Order.pdf). Parties may also contact Debtor’s counsel to obtain a copy.

Dated: March \_\_\_\_, 2021.

/s/ Scott A. Stichter  
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