

111905

July 25, 2013

NOTICE TO ALL CREDITORS AND PARTIES IN INTEREST

**RE: Cecil E. Moore, Jr., Inc.
d/b/a AA Thrifty Sign and Awning
d/b/a Awning Factory
221 Jefferson Boulevard
Warwick, Rhode Island 02888**

On July 8, 2013, the Rhode Island Superior Court serving Kent County entered an Order, a copy of which is enclosed, appointing the undersigned as Permanent Receiver of the assets and business of Cecil E. Moore, Jr., Inc. ("CEM") and all associated entities (as identified above). You may have received notice of this proceeding previously when I was appointed Temporary Receiver on June 4, 2013.

A Receivership is a state court proceeding. The Receiver is an officer of the Court, appointed for the purpose of representing the interests of all creditors. Our office does not and has not represented CEM or its principals, and has been appointed as a neutral, impartial Receiver for the immediate purpose of stabilizing CEM's financial affairs. Ultimately, it is my intention to market and sell CEM's assets for the highest value, subject to Court approval and after notice to all creditors and parties in interest, with the purpose of maximizing recovery for creditors. Payment will then be made to those creditors with pre-petition claims in the order to which they are entitled in accordance with their respective rights.

In order that your interests be protected and to ensure that you receive notice of all pleadings in connection with the case, I have enclosed a Proof of Claim form which I suggest you complete, execute before a Notary Public, and return to me at the earliest possible date, but in no event later than November 8, 2013. **Please be sure to include any and all documentation in support of your claim.**

If you have already filed a Proof of Claim with this office it is not necessary to file an additional claim. All Proofs of Claim should be sent to:

1080 Main Street
Pawtucket, Rhode Island 02860
p 401.272.1400 f 401.272.1403
www.shslawfirm.com

Stephen F. Del Sesto, Esq.
Receiver of Cecil E. Moore, Jr., Inc.
c/o Shechtman Halperin Savage, LLP
1080 Main Street
Pawtucket, RI 02860

Please be advised that no private sale of assets, no approval of secured or any other claims, and no distribution to creditors will take place without notice to all creditors and other parties in interest who file a Proof of Claim with the Receiver, which notice will include the date and time at which an interested party may be heard thereon before the Rhode Island Superior Court.

If you have any questions regarding any aspect of the foregoing, please feel free to contact James Atchison, Esq. at (401) 272-1400 or jatchison@shslawfirm.com or my paralegal Julie Zaccagnini at (401) 272-1400 or jzaccagnini@shslawfirm.com.

Very truly yours,



Stephen F. Del Sesto, Receiver
of Cecil E. Moore, Jr., Inc.,
and not individually

Enclosures

Mail Proofs of Claim to:
Stephen F. Del Sesto, Esq.
Receiver for Cecil E. Moore, Jr., Inc.
Shechtman Halperin Savage, LLP
1080 Main Street
Pawtucket, RI 02860

RECEIVERSHIP PROOF OF CLAIM FORM

PROOF OF CLAIM MUST BE FILED ON OR BEFORE NOVEMBER 8, 2013

I, _____, being duly sworn, depose and say:

_____ (INDIVIDUAL) I am the claimant herein.

_____ (PARTNERSHIP) I am a partner of _____
which is the claimant herein.

_____ (CORPORATION) I am an officer, to wit, _____ of _____
which is the claimant herein.

The full address of the claimant is (complete address, including zip code) _____

That on the _____ day of _____, 2013, Cecil E. Moore, Jr., Inc. d/b/a AA Thrifty Sign and Awning, d/b/a Awning Factory, lately doing business at 221 Jefferson Boulevard, Warwick, Rhode Island, did owe and still does owe the claimant a balance of \$ _____ dollars, a statement of which account is attached hereto.

That such account is just, true and correct, and said balance is now due claimant from debtor.

That no part thereof has been paid or satisfied, and that there are no set-offs, or counterclaims thereto, to the knowledge or belief of deponent and that no security exists for said debt.

That the attorneys named on this Proof of Claim are hereby made and constituted attorneys for all purposes whatsoever in connection with this claim with full power of substitution (if attorney is filing for you).

(Signature of Claimant)

STATE OF _____

COUNTY OF _____

Subscribed and sworn to before me on this _____ day of _____, 20____.

Notary Public

My Commission Expires: _____

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SECRETARY OF STATE
CORPORATIONS DIV
2013 JUL 29 AM 11:51

*Please attach copies of documentation in support of your claim and mail original claim form to
Stephen F. Del Sesto, Esq., Receiver for Cecil E. Moore, Jr., Inc.
1080 Main Street, Pawtucket, RI 02860*

STATE OF RHODE ISLAND
KENT, SC.

SUPERIOR COURT

DONNA L. MOORE,
Petitioner

vs.

CECIL E. MOORE JR., INC.,
Respondent

KB No.: 13-0578

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CORPORATIONS DIV
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ORDER APPOINTING PERMANENT RECEIVER

This cause came to be heard on the Petition for Appointment of Receiver for the Respondent, and it appearing that the notice provided by the Order of this Court previously entered herein has been given, and upon consideration thereof, it is hereby

ORDERED, ADJUDGED AND DECREED:

1. That Stephen F. Del Sesto, Esq., 1080 Main Street, Pawtucket, Rhode Island, be and hereby is appointed Permanent Receiver (the "Receiver") of Respondent, and of all the estate, assets, effects, property and business of Respondent of every name, kind, nature and description, with all the powers conferred upon the Receiver by the Rhode Island General Laws, by this order, or otherwise, and with all powers incidental to the Receiver's said Office.

2. That said Receiver shall, no later than five (5) days from the date hereof, file herein a bond in the amount of \$10,000.00 with corporate surety thereon authorized to do business in the State of Rhode Island conditioned that the Receiver will well and truly perform the duties of said office.

3. That said Receiver be and hereby is authorized, empowered and directed to take possession and charge of said estate, assets, effects, property and business of the Respondent, including cash surrender value of any insurance owned by Respondent, and to preserve the same, and is hereby vested with title to the same; to collect and receive the debts, property and other

assets and effects of said Respondent, including such cash surrender value, with full power to prosecute, defend, adjust and compromise all claims and suits of, by or against said Respondent and to appear, intervene or become a party in all suits, actions or proceedings relating to said estate, assets, effects and property as may in the judgment of the Receiver be necessary or desirable for the protection, maintenance and preservation of the property and assets of said Respondent.

4. That this appointment is made in succession to the appointment of Temporary Receiver heretofore made by order of this Court, and the Receiver shall take and be vested with the title to all assets, property and choses-in-action which have heretofore accrued to the Temporary Receiver with power to confirm and ratify in writing such agreements as are entered into by such Temporary Receiver and to carry out and perform the same.

5. That the Receiver is authorized, in the Receiver's discretion, to continue the business of the Respondent until further order of this Court, and to employ such persons as may be desirable for the foregoing purposes (except that the Receiver shall first obtain *ex parte* approval to hire attorneys, accountants and turn around professionals with advance notice to ~~S+A Holdings, Inc.~~ ^{D.O.} ~~Sovereign Bank, N.A.~~) and, in connection therewith, to use such moneys as shall come into the Receiver's hands and possession, as far as the same shall be necessary, for the above purposes and for continuing the business of said Respondent until further Order of this Court.

6. That the Receiver is authorized to incur expenses for goods and services and to purchase for cash such merchandise, supplies and materials as in the Receiver's discretion may be desirable or necessary for continuance of the business of the Respondent.

7. That said Receiver be and hereby is authorized and empowered to sell, transfer and convey said Receiver's right, title and interest and the right, title and interest of said Respondent in and to any real property or personal property, tangible or intangible, for such sum or sums of money as to said Receiver appears reasonable and proper, at private sale or sales, provided, however, that approval is first given for such sale or sales by this Court on *ex parte* application by the Receiver, or after such notice as the Court may require.

8. That the Receiver is hereby authorized and empowered to sell at public auction any or all of the assets referred to in Paragraph 7. The Receiver is also authorized to engage an auctioneer and to insert such display ads within or without the State of Rhode Island as the Receiver deems proper advertising for such sale. Such a public auction sale conducted by said Receiver in accordance with the provisions of this paragraph shall be considered and is hereby declared to be a commercially reasonable sale, and such sale shall constitute compliance with the requirements of a commercially reasonable sale as set forth in Article 9 of the Uniform Commercial Code as enacted in Rhode Island.

9. That said Receiver be, and hereby is, authorized and empowered, as soon as there are sufficient funds available, to pay all City, State and United States taxes of any kind, nature and description, including withholding taxes, as well as wages due employees, with such employees being relieved of the necessity of filing claims with the Receiver unless the amount paid or shown on the books of the Respondent is not acceptable to any employee, in which case said employee may file his/her claim in the same manner as other creditors.

10. In fulfillment of the reporting requirements set forth in Rule 66 (e) of the Superior Court Rules of Civil Procedure, the Receiver shall file with the Court the Reports referred to in said Rule, as and when the Receiver deems necessary or advisable under the circumstances, or, in any event, as and when required by Order of this Court. In addition, the Receiver shall file with the Court, on or before May 1st and October 1st of each year, a Receivership Control Calendar Report in accordance with Rhode Island Superior Court Administrative Order No. 98-7.

11. That the Receiver shall continue to discharge said Receiver's duties and trusts hereunder until further order of this Court; that the right is reserved to the Receiver and to the parties hereto to apply to this Court for any other or further instructions to said Receiver and that this Court reserves the right, upon such Notice, if any, as it shall deem proper, to make such further orders herein as may be proper, and to modify this Order from time to time.

12. That, pursuant to and in compliance with Rhode Island Supreme Court Executive Order No. 95-01, this Court finds that the designation of the aforescribed person for

appointment as Receiver is warranted and required because of said Receiver's specialized expertise and experience.

13. All creditors or other claimants hereby are ordered to file under oath with the Receiver at 1080 Main Street, Pawtucket, Rhode Island 02860 on or before the 8th day of November 2013, a statement setting forth their claims, including, but without limiting the generality of the foregoing, the name and address of the claimant, the nature and amount of such claim, a statement of any security or lien held by the claimant to which such claimant is or claims to be entitled, and also a statement as to any preference or priority which the claimant claims to be entitled to over the claims of any other or all other claimants or creditors.

14. That the commencement, prosecution, or continuance of the prosecution, of any action, suit, arbitration proceeding, hearing, or any foreclosure, reclamation or repossession proceeding, both judicial and non-judicial, or any other proceeding, in law, or in equity or under any statute, or otherwise, against said Respondent or any of its property, in any Court, agency, tribunal, or elsewhere, or before any arbitrator, or otherwise by any creditor, stockholder, corporation, partnership or any other person, or the levy of any attachment, execution or other process upon or against any property of said Respondent, or the taking or attempting to take into possession any property in the possession of the Respondent or of which the Respondent has the right to possession, or the cancellation at any time during the Receivership proceeding herein of any insurance policy, lease or other contract with Respondent, by any of such parties as aforesaid, other than the Receiver designated as aforesaid, or the termination of telephone, electric, gas or other utility service to Respondent, by any public utility, without obtaining prior approval thereof from this Honorable Court, in which connection said Receiver shall be entitled to prior notice and an opportunity to be heard, are hereby restrained and enjoined until further Order of this Court.


15. That Notice be given of the entry of this Order by the Clerk of this Court by publication of a copy of the annexed Receivership Notice in The Providence Journal on or before the 22nd day of July, 2013, and by the Receiver mailing on or before the 29th day of July, 2013, a copy of said Receivership Notice to each

creditor and stockholder of said Respondent known as such to the Receiver, or appearing as such on the books of said Respondent, addressed to each such stockholder or creditor at his last known address.

16. This Order is entered by virtue of and pursuant to this Court's equity powers and pursuant to its powers as authorized by the laws and statutes of the State of Rhode Island.


ENTERED as an Order of this Court this 8th day of July, 2013.

ENTERED:




Associate Justice

BY ORDER:

 7/8/13

Clerk, Superior Court Deputy

Presented by:



Stephen F. Del Sesto, Esq. (#6336)
Shechtman Halperin Savage, LLP
1080 Main Street
Pawtucket, Rhode Island 02860
(401) 272-1400 (telephone)
(401) 272-1403 (facsimile)
July 8, 2013