

306672

STATE OF RHODE ISLAND
PROVIDENCE, SC.

SUPERIOR COURT

RAYMOND P. PAGE
Plaintiff

vs.

P.B. No. 10-6037

S & R WHOLESOME, LLC
D/B/A GREAT HARVEST BREAD CO.
Defendant

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STATE
SECRETARY
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AMENDED ORDER APPOINTING TEMPORARY RECEIVER

This cause came on to be heard before Judge McGuirl on October 18, 2010 upon Plaintiff's Petition for the Appointment of a Temporary Receiver and, upon consideration thereof, it is hereby,

ORDERED, ADJUDGED AND DECREED

1. That Richard J. Land, Esq., of Providence, Rhode Island be and hereby is appointed Temporary Receiver (the "Receiver") of the Defendant.

2. That said Receiver shall, no later than five (5) days from the date hereof, file a bond in the sum of \$10,000 with any surety company authorized to do business in the State of Rhode Island as surety thereon, conditioned that the Receiver will well and truly perform the duties of said office and duly account for all monies and property which may come into the Receiver's hands and abide by and perform all things which the Receiver will be directed to do by this Court.

3. That said Receiver is authorized to take possession and charge of all of the estate, assets, effects, property and business of the Defendant, to collect all of the debts and property belonging to it and to preserve the same until further Order of this Court.

4. That said Receiver is authorized, until further Order of this Court, in the Receiver's discretion and as said Receiver deems appropriate and advisable, to conduct the business of said Defendant, to borrow money from time to time, to purchase, for cash or upon credit, merchandise, materials and other property, to engage appraisers and/or employees and assistants, clerical or otherwise, and to pay all such individuals and entities in the usual course of business, and to do and perform or cause to be done and performed all other acts and things as are appropriate in the premises.

5. 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

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appointment as Receiver herein is warranted and required because of the Receiver's specialized expertise and experience in operating businesses in Receivership and in administrating non-routine Receiverships which involve unusual or complex legal, financial, or business issues.

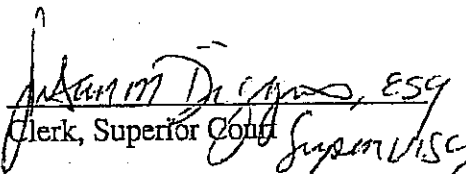
6. That the commencement, prosecution, or continuance of the prosecution, of any action, suit, arbitration proceeding, hearing, or any foreclosure, reclamation or repossession proceeding, both judicial and non-judicial, or any other proceeding, in law, or in equity or under any statute, or otherwise, against said Defendant 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 Defendant, or the taking or attempting to take into possession any property in the possession of the Defendant or of which the Defendant has the right to possession, or the interference with the Receiver's taking possession of or retaining possession of any such property, or the cancellation at any time during the Receivership proceeding herein of any insurance policy, lease or other contract with Defendant, 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 Defendant, 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.

7. That a Citation be issued to said Defendant, returnable to the Superior Court sitting at 250 Benefit Street, Providence, Rhode Island on the 22nd day of November, 2010, at 9:30 a.m. at which time and place this cause is set down for Hearing on the prayer for the Appointment of a Permanent Receiver; that the Clerk of this Court shall give Notice of the pendency of the Petition herein by publishing this Order Appointing Temporary Receiver once in The Providence Journal on or before the 26th day of October, 2010, and the Receiver shall give further notice by mailing, on or before the 3rd day of November, 2010, a copy of said Order Appointing Temporary Receiver to each of Defendant's creditors and stockholders whose address is known or may become known to the Receiver.

ENTER:

BY ORDER:


Associate Justice/Business Calendar
Dated: AS of 10/18/10


Clerk, Superior Court
Supervising Clerk

306672

WINOGRAD, SHINE & ZACKS, P.C.

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November 1, 2010

MAX WINOGRAD
(1921-1970)
ALLAN M. SHINE
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E. MARTIN STUTCHFIELD
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MELISSA M. HORNE
RICHARD J. LAND
MACRINA G. HJERPE
CHRISTOPHER J. BROWNING

OF COUNSEL
S. MICHAEL LEVIN
MICHAEL R. GOLDENBERG
BARBARA S. COHEN
MELVIN L. ZURIER

TO CREDITORS, EMPLOYEES AND ALL OTHER PARTIES IN INTEREST:

Re: S&R Wholesome, LLC d/b/a Great Harvest Bread Co.
228 Atwood Avenue, Unit 1, Johnston, Rhode Island

On October 18, 2010, the Rhode Island Superior Court entered an Order, a copy of which is enclosed, appointing the undersigned Receiver of the assets and business of operating the S&R Wholesome, LLC d/b/a Great Harvest Bread Co. ("Defendant"), which is located at 228 Atwood Avenue, Unit 1, Johnston, Rhode Island.

A Receivership is a State Court insolvency proceeding. The Receiver is an Officer of the Court, appointed for the purpose of representing the interests of all creditors, employees and other parties in interest.

Defendant's records indicate that you might be a creditor and have a claim for monies due from the Company. Accordingly, if you believe that the Company owes you money, in order that your interests be protected and that you make sure that you receive notice of all appropriate court filings in connection with this case, I am taking the liberty of enclosing a Proof of Claim form which I suggest you complete, execute before a Notary Public, and return to me at the earliest possible date.

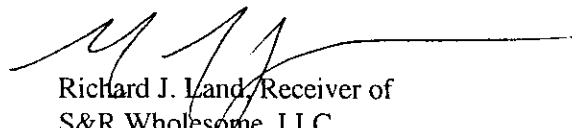
We do not represent the Defendant, but have been appointed to serve as a neutral, impartial fiduciary to supervise and manage its assets through this Court proceeding. All creditors, including employees and all other parties who may be owed money by or have claims against Defendant, have been enjoined and ordered by the Court to hold off on any further collection efforts and to protect their interests by filing a Proof of Claim with the Receiver, as indicated above. Please note Paragraph 6 of the enclosed Order.

No approval of 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, after a Hearing thereon before the Rhode Island Superior Court.

As indicated in the enclosed Order, the Rhode Island Superior Court has scheduled a Hearing on continuation of the undersigned as Permanent Receiver, for **9:30 a.m. on November 22, 2010**. Creditors and other interested parties are welcome to attend, but you are not required to do so. Because this is a court proceeding, legal issues may arise that might effect your rights. Accordingly, you have the right to engage your own attorney to advise you, although you are not required to do so.

If you have any questions regarding any aspect of the foregoing, please feel free to contact the undersigned Receiver.

Very truly yours,


Richard J. Land/Receiver of
S&R Wholesome, LLC
d/b/a Great Harvest Bread Co.

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