

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE NORTHERN DISTRICT OF ILLINOIS
 EASTERN DIVISION

In re: HA-LO INDUSTRIES, INC., <i>et al.</i> , Debtors and Debtors-in-Possession.	}	Case No. 02 B 12059 (Jointly Administered) Chapter 11 Hon. Carol A. Doyle Related Docket Numbers: IL 13
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**ORDER GRANTING DEBTORS' MOTION
 FOR AN ORDER ESTABLISHING OMNIBUS
 HEARING DATES AND CERTAIN NOTICE, CASE
 MANAGEMENT AND ADMINISTRATIVE PROCEDURES**

This matter coming before the Court for hearing on Debtors' Motion For An Order Establishing Omnibus Hearing Dates And Certain Notice, Case Management And Administrative Procedures [IL Docket Number 13]¹ (the "Motion")² filed by HA-LO Industries, Inc. ("HA-LO"), and its subsidiaries, Lee Wayne Corporation ("Lee Wayne") and Starbelly.com, Inc. ("Starbelly"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(a); it appearing that adequate notice of the Motion has been given to all those entitled thereto; it appearing that the relief requested in the Motion is in the best interest of the Debtors, the Debtors' bankruptcy estates, their creditors and other parties-in-interests; and the Court having been fully advised in the premises; and after due deliberation and cause appearing therefor;

¹ These cases were originally filed in the District of Delaware. On March 19, 2002, the Delaware Bankruptcy Court entered an order transferring these cases to the Northern District of Illinois. Upon the transfer of these cases to the Northern District of Illinois, the Clerk of the Bankruptcy Court for the Northern District of Illinois started its docket at number 1. In order to avoid confusion between the docket maintained in Northern District of Illinois (the "Illinois Docket") and the docket previously maintained by the District of Delaware (the "Delaware Docket"), matters reflected on the Illinois Docket are hereafter cited as "IL Dkt. No. ___" and matters reflected on the Delaware Docket are hereafter cited as "DE Dkt. No. ___."

² Except as otherwise noted herein, capitalized terms shall have the meanings ascribed to them in the Motion.

31

IT IS HEREBY ORDERED AS FOLLOWS:

1. Granted. The Motion is granted as set forth herein.
2. Omnibus Hearing Dates. All matters requiring a hearing in these cases shall be set for and heard on Omnibus Hearing Dates, unless an alternative hearing date is approved by the Court for good cause shown. The Court shall conduct omnibus hearings in these cases on the following dates:

- a. May 15, 2002 at 2:00 p.m. (Central Time), and in the event that the hearing is not completed, such hearing shall continue on May 16, 2002 @ 9:00 a.m. (Central Time);
- b. June 13, 2002 at 11:00 a.m. (Central Time);
- c. July 11, 2002 at 11:00 a.m. (Central Time);
- d. August 14, 2002 at 11:00 (Central Time);

Thereafter, the Court shall conduct additional hearings as may be scheduled by the Court.

3. Notice Requirements. Henceforth, every notice, motion or application, and all briefs, memoranda, affidavits, declarations, or other documents filed concurrently in support thereof in these cases (each of which is referred to individually as a "Filing" and all of which collectively are referred to as the "Filings") shall be subject to the notice and hearing procedures set forth herein. Except as otherwise provided for herein, all Filings shall be filed with the Court in accordance with the Local Rules. Notice given in accordance with the procedures set forth herein shall be deemed adequate under the circumstances.

4. Scheduling of Hearings and Objection Deadlines. Any party seeking to schedule a motion, application or such other Filing for which a hearing may be scheduled by that party shall schedule the same for hearing at the next Omnibus Hearing Date that is at least twenty (20) days from the date of filing of such motion, application or other Filing. Under those circumstances, any objection shall be filed and served so as to be received by the recipients at least seven calendar days before the hearing. The objection deadline may be extended by agreement of the movant only if the extended deadline is no later than the deadline for the Debtors to submit the Agenda to the Court and the extension is indicated on the Agenda.

5. Rescheduling of Hearings for Omnibus Hearing Dates. If any person makes any Filing in contravention of the Omnibus Hearing Date process by, among other things, setting a hearing on such Filing for a date and time other than an Omnibus Hearing Date without an order from the Court authorizing such other hearing for cause, the Debtors shall forward a copy of this Order to such person within three business days after receipt of the Filing. If such Filing is filed at least twenty days prior to the next Omnibus Hearing Date, then the hearing on the Filing shall take place on the next Omnibus Hearing Date. If such Filing is filed less than twenty days prior to the next Omnibus Hearing Date, then the hearing on the Filing shall take place on the first Omnibus Hearing Date that is at least twenty days thereafter.

6. Scheduling of Emergency Hearings. In the event that a delay in hearing a motion or application would result in serious, irreparable harm to one or more of the parties to the proceeding, the moving party may seek an emergency hearing in accordance with the provisions of Local Rules 306 and 402(E).

7. Scheduling of Lift Stay Motions. Pursuant to Local Rule 402(F), the date of presentment of a motion to modify the automatic stay under Section 362 of the Bankruptcy Code (a "Lift Stay Motion") constitutes the date of "request" to modify the automatic stay. Unless otherwise ordered for good cause shown, if a motion to modify the automatic stay under Section 362 of the Bankruptcy Code (a "Lift Stay Motion") is filed more than fourteen days before the next scheduled Omnibus Hearing Date, the preliminary hearing with respect to such Lift Stay Motion shall be such Omnibus Hearing Date. If the Lift Stay Motion is filed less than fourteen days before the next scheduled Omnibus Hearing Date, the preliminary hearing on the Lift Stay Motion shall be the Omnibus Hearing Date following the next Omnibus Hearing Date. Except as otherwise set forth herein, all procedures applicable to Lift Stay Motions shall conform to the Local Rules and the Bankruptcy Rules.

8. The Master Service List. Every Filing shall be served upon all parties with a particularized interest in the subject of the Filing, as well as the following list of parties or entities (the "Master Service List"):

(i) Lead Counsel for Debtors: Neal L. Wolf (nwolf@orrick.com), Todd L. Padnos (tpadnos@orrick.com), Elizabeth Khachigian (ekhachigian@orrick.com), Orrick Herrington & Sutcliffe LLP, Old Federal Reserve Bank Building, 400 Sansome Street, San Francisco, California 94111 (facsimile 415-773-5759);

(ii) Local Counsel for Debtors: [To be hereafter designated by Debtors];

(iii) Debtors - Marc S. Simon (marc.simon@halo.com), Chief Executive Officer, HA-LO Industries, Inc., 500 Lake Cook Road, Suite 350, Deerfield, Illinois 60015 (facsimile 847-600-4500);

(iv) Counsel for the Official Committee of Unsecured Creditors: Mark Berkoff (mark.berkoff@piperrudnick.com), Steven Christenholz (steven.christenholz@piperrudnick.com), Piper Marbury Rudnick & Wolfe, 203 North LaSalle Street, Suite 1800, Chicago, Illinois 60601 (facsimile 312-236-7516);

(v) Co-Counsel for the Official Committee of Unsecured Creditors: Mark Minuti (mminuti@saul.com), Donald Detweiler (ddetweiler@saul.com), Saul Ewing LLP, 222 Delaware Avenue, Suite 1200, P.O. Box 1266, Wilmington, Delaware 19899 (facsimile 302-421-5872);

(vi) Counsel for LaSalle Bank, N.A.: Richard M. Bendix, Jr. (rbendix@scgk.com), Schwartz Cooper Greenberger & Krauss Chtd., 180 North LaSalle Street, Suite 2700, Chicago, Illinois 60601 (facsimile 312-346-9437);

(vii) Counsel for Comerica Bank: Ralph E. McDowell (rmcdowell@bodmanlongley.com), Bodman Longley & Dahling LLP, 100 Renaissance Center, 34th Floor, Detroit, MI 48243 (facsimile 313-393-7579); and

(viii) Office of the United States Trustee, Attn. Kathryn M. Gleason (kathryn.m.gleason@usdoj.gov), 227 West Monroe Street, Suite 3350, Chicago, Illinois 60606 (facsimile 312-886-5794)

(ix) Counsel for CenterPoint Properties Trust: J. Mark Fisher (mfisher@schiffhardin.com), Jason Torf (jtorf@schiffhardin.com), Schiff Hardin & Waite, 6600 Sears Tower, Chicago, Illinois 60606 (facsimile 312-258-5700);

(x) Those parties that filed and served a notice of appearance and request for special notice pursuant to Bankruptcy Rule 2002 in the Delaware Court and who were added to the Master Service List prior to March 19, 2002; and

(xi) Those parties that may be added to the Master Service List upon written request to the Debtors in accordance with the terms of this Order;

(xii) Those parties who have filed requests with the Court pursuant to Local Rules 403(A)(2) and 422 and obtained the entry of a Court Order adding them to the Master Service List.

All objections, responses or statements in support of Filings, as well as any replies thereto ("Responses") need only be served on counsel who served such Filings and the parties described in subparagraphs (i) through (ix) above.

9. Additions and Deletions to the Master Service List. Parties may be added or deleted from the Master Service List upon written request to the Debtors for good cause, in accordance with the terms set forth herein. Parties who file notices of appearance and who desire to be added

to the Master Service List should make a written request to that effect to the Debtors. In such written request, the party shall advise the Debtors of the party's interest in these bankruptcy cases and why cause exists for adding the party to the Master Service List. The Debtors shall have twenty business days from their receipt of such request to consider the request. If the Debtors decline the request or fail to respond with such 20 business day response period, the requesting party may then, for good cause shown, file a motion in accordance with Local Rules 403(A)(2) and 422 to be added to the Master Service List. Debtors' counsel shall maintain the Master Service List and provide an updated copy of the same, upon request, to any party-in-interest.

10. Service of Filings. Service of a Filing on parties required to be served shall be made by facsimile, first class mail, overnight delivery or electronic transmission. All objections, responses or statements in support of Filings as well as any replies thereto (collectively "Responses") need only be served on counsel who served such Filings and the parties described in (i) through (ix) of paragraph 8 above, provided that all such Responses shall be served so as to be actually received by such parties by the applicable objection deadline.

11. Notice of Filings. Any entity submitting a Filing shall serve a notice of such Filing in accordance with the terms of this Order. Such notice of filing shall include the title of the filing and the date of any objection deadline and the Omnibus Hearing (or other hearing date as authorized by the Court) at which the Court will consider the Filing. Nothing contained herein shall prejudice the rights of any party-in-interest to seek the entry of an order (i) limiting or expanding notice of such matters and proceedings upon a showing of good cause, including but not limited to the right to file a motion seeking emergency *ex parte* consideration or consideration upon shortened time, or (ii) enlarging or reducing any time period under Bankruptcy Rule 9006(b) or (c).

12. Service of Adversary Pleadings. All initial Filings, complaints and other pleadings filed in any adversary proceeding commenced in connection with these cases (the "Adversary Pleadings") shall be served upon the parties identified in (i) - (ix) of Paragraph 8 above, as well as any parties required to be served under any applicable Bankruptcy Rule or Local Rule, in the manner provided by the Bankruptcy Rules governing adversary proceedings. Subsequent Adversary

Pleadings shall be served on parties to the underlying adversary proceeding in the manner provided by the Bankruptcy Rules governing adversary proceedings.

13. Service of Certain Motions. With respect to all Filings for which particular notices are required by Bankruptcy Rules 2002(a)(2) and (3), 4001, 6004, 6006, 6007 or 9019, parties shall serve all such Filings on the Master Service List herein and also to such other parties as hereafter designated in accordance with the following procedures, unless otherwise authorized by the Court:

a. Filings related to the use, sale, lease or abandonment of property other than in the ordinary course of business shall be served on each entity known by the movant to have asserted an interest in the property.

b. Filings related to relief from, or otherwise related to, the automatic stay shall be served on each entity that has asserted a lien or encumbrance on the affected property or is otherwise known by the movant to have such a lien or encumbrance on the affected property.

c. Filings relating to the use of cash collateral or obtaining credit shall be served on each entity that has asserted, or is known by the movant to have, an interest in the cash collateral that may be adversely affected, or each entity that has asserted, or is known by the movant to have, a lien or other interest in property on which a lien is proposed to be granted whose interest may be adversely affected.

d. Filings relating to approval of proposed compromises or settlements shall be served on any entity that is a party to the proposed compromise or settlement or which may be directly adversely affected thereby.

e. Filings relating to rights under section 365 of the Bankruptcy Code shall be served on each party to the executory contract(s) or unexpired lease(s) affected thereby.

Notice of other matters for which the Bankruptcy Rules specifically require notice to all parties-in-interest shall be served on all creditors and equity security holders of the Debtors and parties-in-interest, except as set forth herein or as otherwise authorized by this Court.

14. Exceptions to Notice Procedures. Except as set forth herein or otherwise authorized by the Court, the notice procedures set forth herein shall not apply to notices of the matters or proceedings described in the following Bankruptcy Rules:

- a. Bankruptcy Rule 2002(a)(1) (meeting of creditors pursuant to Section 341 of the Bankruptcy Code);
- b. Bankruptcy Rule 2002(a)(2) (any proposed use, sale or lease of property of the estate other than in the ordinary course of business, to the extent that such use, sale or lease concerns all or substantially all of the Debtors' assets);
- c. Bankruptcy Rule 2002(a)(3) (the hearing on approval of a compromise or settlement of a controversy other than approval of an agreement pursuant to Bankruptcy Rule 4001(d)(1), to the extent that such compromise or settlement either involves claims between and among the Debtors and the Committee or a plan of reorganization);
- d. Bankruptcy Rule 2002(a)(4) (a hearing on the dismissal of the case or cases, or the conversion of the case or cases to another chapter);
- e. Bankruptcy Rule 2002(a)(5) (the time fixed to accept or reject a proposed modification of a plan of reorganization);
- f. Bankruptcy Rule 2002(b)(1) (the time fixed for filing objections and any hearing to consider approval of a disclosure statement);
- g. Bankruptcy Rule 2002(b)(2) (the time fixed for filing objections and any hearing to consider confirmation of a plan of reorganization);
- h. Bankruptcy Rule 2002(d) (certain matters for which notice is to be provided to equity security holders);
- i. Bankruptcy Rule 2002(f)(1) (the entry of an order for relief);
- j. Bankruptcy Rule 2002(f)(2) (the dismissal or conversion of a case to another chapter of the Bankruptcy Code);
- k. Bankruptcy Rule 2002(f)(3) (the time allowed for filing claims pursuant to Bankruptcy Rule 3002);

l. Bankruptcy Rule 2002(f)(7) (the entry of an order confirming a chapter 11 plan or plans of reorganization); and

m. Bankruptcy Rule 2002(f)(8) (a summary of the trustee's report and account should a case be converted to chapter 7 of the Bankruptcy Code).

Notwithstanding the foregoing, any such Filing shall be scheduled for hearing in accordance with the terms of this Order.

15. Designation of Caption. Any Filing noticed for hearing, or related to a Filing previously noticed for hearing, shall state in the caption on the first page of the Filing the following: (i) the title of the Filing, (ii) the time and date of any objection deadline, (iii) the Omnibus Hearing Date (or other hearing date as ordered by the Court or approved in connection with an emergency motion) at which the Court will consider the Filing, and (iv) the docket number of any related Filings.

16. Hearing Agenda. The Debtors shall file an agenda for each hearing held in these cases, in substantially the form attached as Exhibit A to the Motion (each of which shall be referred to as an "Agenda"). Debtors' counsel shall file the Agenda before noon on the day that is two business days before the date of the hearing. At that time, Debtors' counsel shall deliver to the Court's chambers an indexed binder containing a copy of the Agenda and copies of all Filings and Responses related to matters on the Agenda. In addition, on the date of filing the Agenda, Debtors' counsel shall serve a copy of the Agenda upon the parties described in (i) through (ix) of paragraph 8 above, as well as any other known parties affected by any matters on the Agenda, by 5:00 p.m. Central time. In preparing the Agenda, absent good cause that requires deviation from these guidelines, Debtors' counsel shall (i) list uncontested matters ahead of contested matters, and (ii) among these two categories, list matters in the order of the docket number, ranging from lowest to highest docket number. In addition, Debtors' counsel shall list in the Agenda all documents related to each contested matter. In the event that the Debtors deem it necessary to file an amended Agenda, the Debtors shall file and serve such amended Agenda reasonably contemporaneous with the filing of the material that necessitates the amendment of

the Agenda. Such an amended Agenda shall be served on the same parties as identified in this paragraph above and delivered to the Court's chambers. For each motion or application listed on the Agenda, the Debtors shall state the following: (i) the name of the motion/application (or a summary thereof) and its docket number, (ii) the objection deadline, and (iii) any Responses thereto and the docket number of each Response, if available. In addition, the Debtors shall provide the following status information regarding each matter listed on the Agenda: whether the matter is going forward, whether a continuance is requested (and any opposition to the continuance, if known), whether any or all of the objections have been resolved and any other pertinent status information. Any amended Agenda shall note material changes (in boldface) in the status section of any agenda matter.

17. Status Conferences. The Court, in its discretion, may conduct status conferences pursuant to 11 U.S.C. § 105 to review the matters set forth herein with the Debtors, the Committee, the United States Trustee, and the Clerk of the Bankruptcy Court.

18. Administrative Compensation Order. Nothing contained herein shall alter or impair the terms of the Administrative Order, Pursuant To Sections 104(a) And 331 Of The Bankruptcy Code[,] Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals entered by the Delaware Bankruptcy Court on or about September 5, 2002 (the "Interim Compensation Order"). However, absent further order of court, any hearing on an Interim Fee Application Request (as defined in the Interim Compensation Order) shall be scheduled for an Omnibus Hearing Date.

Dated: _____

April 16, 2002


Honorable Carol A. Doyle
United States Bankruptcy Judge