

MICHAELSON, SUSI & MICHAELSON

(SPACE BELOW FOR FILING STAMP ONLY)

A Professional Corporation

ATTORNEYS AT LAW

SEVEN WEST FIGUEROA STREET, SECOND FLOOR

SANTA BARBARA, CALIFORNIA 93101-3191

Telephone: (805) 965-1011

Facsimile: (805) 965-7351

Peter Susi, Bar No. 62957

Attorneys for Debtor and Debtor-in-Possession

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA, NORTHERN DIVISION

In re	)	BK No. 9:10-bk-10864
)	
HOLLYWOOD MOTION PICTURE	)	Chapter 11
TRUST,)	
	)	MOTION FOR ORDER DIRECTING
Debtor.	)	JOINT ADMINISTRATION OF
	)	RELATED CASES PURSUANT TO
	)	FEDERAL RULE OF BANKRUPTCY
	)	PROCEDURE 1015(B) AND LOCAL
	)	BANKRUPTCY RULE 1015-1(B);
	)	DECLARATION OF TODD FISHER IN
	)	SUPPORT THEREOF
)	
	)	Date: March 31, 2010
	)	Time: 10:00 a.m.
	)	Place: 1415 State Street
	)	Courtroom 201
	)	Santa Barbara, CA

TO THE HONORABLE ROBIN L. RIBLET, UNITED STATES BANKRUPTCY
JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, CREDITORS, AND
ALL PARTIES ENTITLED TO SPECIAL NOTICE:

Hollywood Motion Picture Trust ("Trust") hereby moves
this Court, pursuant to Rule 1015(b) of the Federal Rules of
Bankruptcy Procedure and Local Bankruptcy Rules 1015-1(b) for
entry of an order, substantially in the form of Exhibit "1",
authorizing the joint administration of this case with the

1 bankruptcy cases of related entities Hollywood Motion Picture
2 and Television Museum ("Museum"), case number 9:09-bk-12311,
3 and Selden Enterprises Limited Partnership ("Selden"), case
4 number 9:10-bk-10865. Museum, Trust and Selden will be
5 referred to herein as the "Debtors."

6 I.

7 BACKGROUND FACTS

8 Trust and Selden have entered into agreements with Gregory
9 Orman ("Orman") whereby Trust and Selden have pledged personal
10 property assets to secure the obligations of Museum to Orman.
11 Orman has brought suit against Museum, Trust, and Selden in the
12 District Court of Johnson County, Kansas, Case No. 08-CV-06262,
13 seeking judgments against all three based upon money loaned to
14 Museum. Orman has filed a Proof of Claim in the Museum case
15 seeking payment of the amount of \$5,516,845.99 plus interest of
16 thirty percent (30%) per annum on \$2,020,000 from and after
17 June 12, 2009 until paid. Trust, Selden, and Museum dispute
18 the amount claimed.

19 Trust and Selden each filed for protection under Chapter
20 11 of the Bankruptcy Code to stay the Kansas litigation and
21 intend to file a joint plan of reorganization which will
22 provide for payment of the Orman obligation in full on terms to
23 be approved by the Bankruptcy Court.

24 ///

25 ///

26 ///

27 ///

28 II.

ARGUMENT

Although Section 302(a) of the Bankruptcy Code specifically provides for joint administration of filings by spouses, there is no provision in the Bankruptcy Code governing joint administration of cases such as these. Rule 1015(b) of the Federal Rules of Bankruptcy Procedure, however, makes clear that joint administration may be appropriate when two or more related debtor entities have filed for protection under the Bankruptcy Code. Federal Rule of Bankruptcy Procedure 1015 provides, *inter alia*:

(b) Cases Involving Two or More Related Debtors. If a joint petition or two or more petitions are pending in the same court by or against . . . a debtor or an affiliate, the court may order a joint administration of the estates . . .

(c) Expediting and Protecting Orders. When an order for . . . joint administration of a joint case or two or more cases is entered pursuant to this rule, while protecting the rights of the parties under the Code, the court may enter orders as may tend to avoid unnecessary costs and delay.

Rule 1015 of the Federal Rules of Bankruptcy Procedure promotes the fair and efficient administration of related cases of affiliated debtors, while ensuring that no rights of individual creditors are unduly prejudiced.¹ As stated in the official Advisory Committee Note:

¹ See 2 Collier on Bankruptcy, at 301-06 (15th ed. Rev. 2003); see also *In re Parkway Calabasas, Ltd.*, 89 B.R. 832, 836 (Bankr. C.D.Cal. 1988) (joint administration is designed to promote procedural convenience and cost efficiencies but does not affect substantive rights of creditors or respective debtor estates).

1 Joint administration as distinguished from
2 consolidation may include combining the estates by
3 using a single docket for the matters occurring in
4 the administration, including the listing of filed
5 claims, the combining of notices to creditors of the
6 different estates, and the joint handling of other
7 purely administrative matters that may aid in
8 expediting the cases and rendering the process less
9 costly.²

10 Joint administration differs significantly from
11 substantive consolidation, in which the debtors' assets and
12 liabilities are aggregated and, generally, the creditors of the
13 separate entities share *pro rata* in the aggregate net value of
14 the estates.³ Joint administration, by contrast, is merely
15 procedural; each of the debtors' estates remains a separate
16 legal entity, and creditors' individual rights to each estate
17 are preserved.⁴ Thus, joint administration does not in itself
18 prejudice the rights of any creditor.

19 Here, Museum, Trust and Selden are all affiliates of one
20 another as defined under Bankruptcy Code section 101(2)(B).
21 All three entities are controlled and substantially owned by
22 Debbie Reynolds and her children, Todd Fisher and Carrie
23 Fisher. With the exception of a building owned by Selden, the
24 only significant assets of each of the entities are costumes
25 and Hollywood memorabilia collected by Ms. Reynolds and her
26 children over a lifetime. These personal property assets were

27 ² Fed.R.Bankr.P. 1015, Advisory Committee Note (1983).

28 ³ See *In re Standard Brands Paint Co.*, 154 B.R. 563 (Bankr. C.D. Cal. 1993); *In re I.R.C.C., Inc.*, 105 B.R. 237, 241 (Bankr. S.D.N.Y. 1989).

⁴ See *Parkway Calabasas Ltd.*, 89 B.R. at 836-37; see also *In re H.H. Distribs., L.P.*, 400 B.R. 44, 54 (Bankr. E.D. Pa. 2009); *In re Ben Franklin Retail Stores, Inc.*, 214 B.R. 852, 857 (Bankr. N.D. Ill. 1997).

1 all to be displayed in a single museum being constructed in
2 Tennessee.

3 All three debtors intend to file a single joint plan of
4 reorganization to address the claim of their only significant
5 creditor, aside from the first mortgage on Selden's building
6 which is current, Greg Orman, who holds a security interest in
7 all personal property assets to secure a single obligation.
8 The issues, the assets, and the principal debtor adversary
9 party are the same in all three cases.

10 Joint administration will greatly reduce the costs of
11 administering these cases, eliminate the substantial confusion
12 and waste created by maintaining separate dockets, and reduce
13 the burden on the Court system. Absent joint administration,
14 additional copying will need to be done at substantial costs to
15 the estates without any benefit to creditors. Such duplication
16 would divert resources away from addressing substantive issues,
17 including maximizing the value of the estates for all affected
18 parties. Joint administration will relieve the Court of the
19 burden of entering duplicative orders and maintaining
20 duplicative files in each case. Joint administration will also
21 simplify the administrative burden on the Office of the United
22 States Trustee in its supervision of these cases.

23 B. The Joint Administration Procedures

24 The Debtors propose that the joint administration of these
25 cases be implemented as follows:

26 Captions: The captions of these cases will be modified to
27 reflect the joint administration of these cases in the form set
28 forth in Exhibit "1".

1 Pleadings: The Clerk of the Court will maintain a single
2 docket for all of the Debtors' pending Chapter 11 cases and for
3 filing, lodging, and docketing the pleadings, orders, and all
4 other papers (including notices of hearings in any of the
5 cases) filed in these cases, all of which will be filed under
6 the case number assigned to Museum, using a form of caption in
7 substantially the form attached hereto as Exhibit "1".

8 Notices: The Debtors and other parties in interest shall
9 be authorized, but not required, to combine notices to the
10 Debtors' creditors.

11 Proofs of Claim: Because the Debtors are separate
12 entities and there has been no substantive consolidation of
13 these estates, proofs of claim should be captioned and filed
14 against the particular estate against which a claim is
15 asserted. To that end, separate claims registers for each
16 estate will be maintained.

17 Schedules of Assets and Liabilities: Museum, Trust and
18 Selden have each filed separate Schedules of Assets and
19 Liabilities and Statements of Financial Affairs.

20 Notice to Creditors of Entry of Order: After entry of the
21 Order approving this Motion, the Debtors shall transmit to all
22 known creditors of each estate a notice setting forth the
23 pertinent information with respect to the joint administration
24 (which notice may be combined with other notices to creditors).

25 C. No Creditors will be Prejudiced by Joint Administration.

26 There will be no material prejudice to creditors if these
27 estates are jointly administered, because administration does
28 not equate to substantive consolidation. Indeed, as discussed

1 above, joint administration would benefit all creditors by
2 substantially reducing costs and administrative burdens in
3 general.

4 D. Were an Actual Conflict to Arise in the Course of the
5 Debtors' Cases, the Court may Alleviate Any Prejudice to
6 Creditors Pursuant to Its Discretion Under Rule 1015.

7 If an actual conflict arises among the estates in the
8 future, through the Court's broad powers to oversee the joint
9 administration of these cases, the Court could easily limit
10 joint administration to the extent necessary to alleviate any
11 prejudice such conflict may cause to creditors. Under Rule
12 1015(c) of the Federal Rules of Bankruptcy Procedure, "while
13 protecting the rights of parties under the Code, the court may
14 enter orders as may tend to avoid unnecessary costs and delay."⁵
15 Exercising its discretion under this Rule, the Court should be
16 able to promote the interest of the estates through
17 administrative efficiency, while at the same time protecting
18 the rights of individual creditors if and when the need arises.
19 Until a conflict arises, there is no reason why the Court
20 should not authorize joint administration.

21 III.

22 CONCLUSION

23 WHEREFORE, based on this Motion, the record in these
24 cases, including the pleadings and documents filed on behalf of
25 the parties, the arguments and representations of counsel, and
26 any oral or documentary evidence presented at or prior to the

27
28 ⁵ Fed.R.Bankr.P. 1015(c)

1 time of the hearing on this Motion, Museum respectfully
2 requests that this Court enter an order: (1) granting this
3 Motion and authorizing the joint administration of these cases;
4 and (2) granting such other and further relief as the Court
5 deems just and appropriate.

6 DATED: February 25, 2010.

7 MICHAELSON, SUSI & MICHAELSON
8 A Professional Corporation

9 By 
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PETER SUSI, Attorneys for
11 Debtor and Debtor-in-
12 Possession
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DECLARATION OF TODD FISHER

I, Todd Fisher, declare:

1. I am the trustee for Hollywood Motion Picture Trust ("Trust").

2. I have personal knowledge of the facts stated herein and am competent to testify thereto.

3. Trust and Selden have entered into agreements with Gregory Orman ("Orman") whereby Trust and Selden have pledged personal property assets to secure the obligations of Museum to Orman. Orman has brought suit against Museum, Trust, and Selden in the District Court of Johnson County, Kansas, Case No. 08-CV-06262, seeking judgments against all three based upon money loaned to Museum.

4. Orman has filed a Proof of Claim in the Museum case seeking payment of the amount of \$5,516,845.99 plus interest of thirty percent (30%) per annum on \$2,020,000 from and after June 12, 2009 until paid. Trust, Selden, and Museum dispute the amount claimed.

5. Trust and Selden each filed for protection under Chapter 11 of the Bankruptcy Code to stay the Kansas litigation and intend to file a joint plan of reorganization which will provide for payment of the Orman obligation in full on terms to be approved by the Bankruptcy Court.

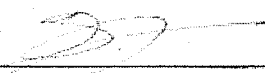
6. Museum, Trust and Selden are all affiliates of one another as defined under Bankruptcy Code section 101(2)(B). All three entities are controlled and substantially owned by my mother, sister, and me. With the exception of a building owned by Selden, the only significant assets of each of the entities

1 are costumes and Hollywood memorabilia collected by my mother,
2 sister, and me over a lifetime. These personal property assets
3 were all to be displayed in a single museum being constructed
4 in Tennessee.

5 7. All three debtors intend to file a single joint plan
6 of reorganization. The plan will address the claim of our only
7 significant creditor, aside from the first mortgage on Selden's
8 building, Greg Orman. Mr. Orman holds a security interest in
9 all the personal property to secure a single obligation. The
10 issues, the assets, and the principal debtor adversary party
11 are the same in all three cases.

12 I declare under penalty of perjury that the foregoing is
13 true and correct.

14 Executed this 26 day of February, 2010, at Creston,
15 California.

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17 _____
18 TODD FISHER
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MICHAELSON, SUSI & MICHAELSON

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Peter Susi, Bar No. 62957

Attorneys for Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA, NORTHERN DIVISION

In re	)	BK No. 9:09-bk-12311-RR
)	
HOLLYWOOD MOTION PICTURE AND	)	Chapter 11
TELEVISION MUSEUM, a)	
California Non-Profit	)	Jointly Administered with:
Corporation,	)	Case No: 9:10-bk-10864-RR and
	)	Case No: 9:10-bk-10865-RR
HOLLYWOOD MOTION PICTURE)	
TRUST, and)	
)	
SELDEN ENTERPRISES LIMITED)	
PARTNERSHIP, ,)	
)	
Debtors.)	

☐ Affects all Debtors

☐ Applies only to Hollywood
Motion Picture and Television
Museum

☐ Applies only to Hollywood
Motion Picture Trust

☐ Applies only to Selden
Enterprises Limited
Partnership

EXHIBIT " 1 "

In re:
HOLLYWOOD MOTION PICTURE TRUST

Debtor(s).

CHAPTER 11

CASE NUMBER 9:10-bk-10864

NOTE: When using this form to indicate service of a proposed order, **DO NOT** list any person or entity in Category I. Proposed orders do not generate an NEF because only orders that have been entered are placed on the CM/ECF docket.

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
7 West Figueroa Street, Second Floor, Santa Barbara, California 93101.

The foregoing document described MOTION FOR ORDER DIRECTING JOINT ADMINISTRATION OF RELATED CASES PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 1015(b) AND LOCAL BANKRUPTCY RULE 1015-1(b); DECLARATION OF TODD FISHER IN SUPPORT THEREOF will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner indicated below:

I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF") – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) ("LBR"), the foregoing document will be served by the court via NEF and hyperlink to the document. On February 26, 2010, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

☒ Service information continued on attached page

II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL (indicate method for each person or entity served):

On February 26, 2010, I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follows. *Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.*

☒ Service information continued on attached page

III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on February 26, 2010, I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. *Listing the judge here constitutes a declaration that personal delivery on the judge will be completed no later than 24 hours after the document is filed.*

VIA PERSONAL DELIVERY

The Honorable Robin L. Riblet
U.S. Bankruptcy Court
1415 State Street
Santa Barbara, CA 93101

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

February 26, 2010

Date

Cheryl Niccoli

Type Name

Cheryl Niccoli
Signature

SERVED ELECTRONICALLY

Brian D. Fittipaldi brian.fittipaldi@usdoj.gov
United States Trustee (ND) ustpreion16.nd.ecf@usdoj.gov

SERVED BY U.S. MAIL

Eric C Carter
5100 W 95th Street Suite 260
Overland Park, KS 66207-3305

David Y Farmer
Farmer & Ready
PO Box 1443
San Luis Obispo, CA 93406

Hollywood Motion Picture & TV Museum
4124 North Ryan Road
Creston, CA 93432

Norton Hubbard et al
Attention Frank Lipsman
PO Box 550
Olathe, KS 66051

Gregory J Orman
26733 W 109th Street
Orman, KS 66061-7499

Selden Enterprises Limited Partnership
4124 North Ryan Road
Creston, CA 93432