

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

IN RE: ) Chapter 11  
)  
OAKWOOD HOMES CORPORATION, ) Case No. 02-13396 (PJW)  
et al., )  
Debtors. ) Jointly Administered  
)  
\_\_\_\_\_ )

**ORDER AUTHORIZING THE DEBTORS AND DEBTORS IN POSSESSION  
TO RETAIN AND EMPLOY DON HOBBS REALTY AS REAL ESTATE  
CONSULTANT, NUNC PRO TUNC TO DECEMBER 26, 2002 (Re: D.I. 825)**

This matter coming before the Court on the Amended Application Of Debtors To Retain and Employ Don Hobbs Realty ("Hobbs") As Real Estate Consultant, nunc pro tunc to December 26, 2002 (D.I. 825) (the "Amended Application"), filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"); the Court having reviewed (a) the Amended Application, and (b) the Affidavit of Don Hobbs attached to the Amended Application as Exhibit A (the "Hobbs Affidavit"); and the Court having had the opportunity, if necessary, to hear the statements of counsel at a hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Amended Application, the Hobbs Affidavit and at the Hearing (if necessary) establish just cause for the relief granted herein;

THE COURT HEREBY FINDS THAT:

- A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
- B. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

C. Notice of the Amended Application and the Hearing (if necessary) was sufficient under the circumstances.

D. Hobbs does not hold or represent any interest adverse to the Debtors' estates and are each a "disinterested person," as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code.

E. The Debtors' employment of Hobbs in accordance with the Amended Application and this Order is in the best interests of the Debtors and their respective estates and creditors.

IT IS HEREBY ORDERED THAT:

1. Except as otherwise set forth in this Order, the Amended Application is GRANTED.

2. Capitalized terms not otherwise defined herein have the meanings given to them in the Amended Application.

3. The Debtors are authorized to retain and employ Hobbs as their real estate consultant, pursuant to section 327 of the Bankruptcy Code, on the terms and conditions set forth in the Amended Application, nunc pro tunc to December 26, 2002.


4. Hobbs is authorized to provide to the Debtors any and all brokerage and related services that are necessary or appropriate in connection with sale of any lease or other property interest of the Debtors related to property located at 2600 Bonna Villa Drive, Gainesville, Texas 76240 (the "Property").

5. Hobbs will be compensated in conjunction with Prime/Core as follows: The compensation agreement approved by this Court for Prime/Core and set forth in the Debtors' application to retain Prime/Core (D.I. 445) shall govern the total commission paid by the Debtors

for disposition of the Property. Hobbs will receive thirty-five percent (35%) of the total commission paid by the Debtors for disposition of the Property. Payment to Hobbs may be made by either the Debtors or by Prime/Core.

6. To the extent Court approval of the sale of the Property is required, such approval shall be (i) sought by separate motion made to this Court or (ii) noticed in accordance with procedures approved by the Court in these cases.

Dated: Wilmington, Delaware  
April 23, 2003

  
\_\_\_\_\_  
The Honorable Peter J. Walsh  
Chief United States Bankruptcy Judge