

EXHIBIT A

**BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
LOS ANGELES DODGERS LLC, <i>et al.</i> , ¹)	Case No. 11- _____ (____)
Debtors.)	Jointly Administered
)	Ref. Docket No.: _____

ORDER (A) AUTHORIZING CONTINUED USE OF THE CASH MANAGEMENT SYSTEM AND PROCEDURES; (B) AUTHORIZING MAINTENANCE AND CONTINUED USE OF EXISTING BANK ACCOUNTS AND BUSINESS FORMS AND WAIVER OF CERTAIN OPERATING GUIDELINES RELATING TO BANK ACCOUNTS AND THE REQUIREMENTS OF SECTION 345 OF THE BANKRUPTCY CODE ON AN INTERIM BASIS; (C) DIRECTING BANK OF AMERICA TO HONOR CERTAIN PREPETITION CHECKS; AND (D) GRANTING RELATED RELIEF

Upon the motion (the “Motion”) of Los Angeles Dodgers LLC (“LAD”) and LA Real Estate LLC (“RealCo” and together with LAD, the “Debtors”), each a debtor and debtor in possession herein, for an order, pursuant to sections 105(a), 345(b), and 363(c) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 6003 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2015-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”): (a) authorizing the continued use of their centralized cash management system and procedures (the “Cash Management System”); (b) authorizing the maintenance and continued use of their existing bank accounts (the “Bank Accounts”) and business forms, and a waiver of certain operating guidelines relating to bank accounts set forth in the U.S. Department of Justice, Office of the U.S. Trustee, District of Delaware (the “U.S. Trustee”) Operating Guidelines for

¹ The Debtors, together with the last four digits of each Debtor’s federal tax identification number are: Los Angeles Dodgers LLC (3133); Los Angeles Dodgers Holding Company LLC (4851); LA Holdco LLC (2567); LA Real Estate Holding Company LLC (4850); and LA Real Estate LLC (3029). The location of the Debtors’ corporate headquarters and the service address for the Debtors is: 1000 Elysian Park Avenue, Los Angeles, California 90012.

Chapter 11 Cases (the “U.S. Trustee Guidelines”), and the requirements of section 345 of the Bankruptcy Code on an interim basis; (c) authorizing Bank of America (“BOA”) to receive, process, honor, and pay all of the Debtors’ prepetition checks and funds transfers on account of any prepetition obligations that have been authorized by this Court to be paid (the “Prepetition Payment Obligations”), and (d) granting related relief; and upon the Ingram Declaration; and due and sufficient notice of the Motion having been given; and it appearing that no other or further notice need be provided; and it appearing that the relief requested by this Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED, that:

1. The Motion is granted, as modified herein.
2. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.
3. The Debtors are authorized and empowered to: (i) maintain and continue to use any and all of the existing Bank Accounts, in the names and with the account numbers existing immediately prior to the commencement of these chapter 11 cases; (ii) deposit funds into and withdraw funds from such accounts by all usual means, including, without limitation, checks, wire transfers, automated transfers, drafts, ACH transfers, and other debits; and (iii) otherwise collect, concentrate, and disburse cash in accordance with the Cash Management System and pursuant to the procedures described in the Motion.
4. The Debtors are directed to maintain records of each and every transfer within the Cash Management System occurring on or after the Commencement Date to the same extent maintained by the Debtors prior to the Commencement Date, such that all postpetition transfers

and transactions shall be adequately and promptly documented in, and readily ascertainable from, the Debtors' books and records.

5. The requirements of the U.S. Trustee Guidelines that the Debtors close all existing bank accounts and open new debtor in possession accounts are hereby waived. Further, the requirement of the U.S. Trustee Guidelines that the Debtors establish a separate bank account for tax payments is hereby waived.

6. The Debtors are authorized to use their checks, substantially in the forms existing immediately prior to the Commencement Date, without reference to their status as debtors in possession; provided that in the event that the Debtors need to purchase new check stock during the pendency of these chapter 11 cases, such check stock will include a legend referring to the Debtors as "Debtor in Possession" or "DIP."

7. BOA is authorized to accept and hold funds, at the Debtors' direction, in accordance with the Debtors' prepetition practices.

8. BOA is further authorized to continue to service and administer the Bank Accounts as accounts of the Debtors as debtors in possession, without interruption and in the ordinary course, and (absent specific directions from the Debtors to the contrary) to receive, process, honor, and pay any and all checks, drafts, wires, automated clearing house transfers, and other debits that originated (a) prepetition and were presented prepetition but honored postpetition, (b) prepetition but presented for payment on a postpetition basis, and (c) postpetition and presented for payment on a postpetition basis; *provided, however*, that the Debtors may provide BOA specific instructions to dishonor or refuse to pay particular prepetition checks, drafts and other items presented for payment against the Bank Accounts, subject to the normal procedures, fees, and charges set forth in the account agreements relating to

the Bank Accounts, and BOA shall use commercially reasonable efforts to comply with all such specific instructions.

9. To the extent that BOA honors a prepetition check or other item drawn on any account that is the subject of this Order: (a) at the direction of the Debtors; (b) in a good faith belief that the Court has authorized such prepetition check or item; or (c) as the result of a good faith error made despite implementation of reasonable item handling procedures, it shall not be deemed to be liable to the Debtors or their estates or otherwise in violation of this Order.

10. Notwithstanding any other provision of this Order, BOA shall not be required to make transfers from or honor any draws against any of the Bank Accounts except to the extent of collected funds available in such respective Bank Accounts.

11. The Debtors are directed to contact BOA and direct it to internally code each of the Bank Accounts as a "Debtor in Possession" account to ensure compliance with section 345 of the Bankruptcy Code, and the Debtors are also directed to provide any such correspondence with BOA and any response to the U.S. Trustee within 15 days of the entry of this Order.

12. The Debtors are authorized and directed to pay prepetition amounts outstanding as of the Commencement Date, if any, owed to BOA as service charges for the maintenance of the Cash Management System in the ordinary course of business as such amounts come due.

13. BOA is authorized to charge back against the Bank Accounts (a) any returned items drawn or presented against the Bank Accounts, (b) any overadvances, credit balances, or other customary fees and services charges incurred as a result of returned or dishonored postpetition checks, drafts, wires, and other transfers (regardless of whether such items originated prepetition or postpetition), and (c) such other customary fees and expenses on the Bank Accounts arising under any applicable agreement with BOA and that arise in the ordinary

course of business, either prepetition or postpetition, in connection with the use and management of such Bank Accounts. The Debtors are authorized to pay any undisputed fees due in the ordinary course of business to BOA under the applicable bank or account agreements, regardless of whether such fees are due for services rendered by BOA prepetition or postpetition.

14. The Debtors and BOA are hereby authorized to continue to perform pursuant to the terms of any unexpired prepetition cash management agreements that may exist between them, except and to the extent otherwise directed by the terms of this Order and except as amended, modified, or supplemented by agreement between the Debtors and BOA. Notwithstanding the foregoing or anything in this Order to the contrary, the relief granted by this Order shall not be deemed an assumption or rejection of any contract, including, but not limited to, prepetition cash management agreements, pursuant to section 365 of the Bankruptcy Code.

15. Nothing contained herein shall prevent the Debtors from opening any additional bank accounts, or closing any existing Bank Accounts, as they may deem necessary and appropriate, and BOA is authorized to honor the Debtors' requests to open or close, as applicable, such Bank Accounts or other bank accounts.

16. The Debtors are authorized to deposit funds in accordance with their established deposit practices and guidelines in effect as of the Commencement Date and, to the extent such deposits guidelines are not consistent with the requirements of section 345(b) of the Bankruptcy Code or with the U.S. Trustee Operating Guidelines, such requirements are waived for forty-five (45) days, on an interim basis only, without prejudice to the Debtors' right to seek a further interim or final waiver.

17. As promptly as possible, but in no event later than five (5) business days after entry of this Order, the Debtors shall serve a copy of this Order on BOA.

18. The requirements set forth in Bankruptcy 6003(b) are satisfied.

19. The requirements of Bankruptcy Rule 6004(a) are hereby waived to avoid immediate and irreparable harm to the Debtors.

20. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

21. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.

Dated: Wilmington, Delaware
June ____, 2011

United States Bankruptcy Judge