

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
Greenbelt Division**

IN RE:)	
)	
JOANNE'S BED & BACK STORES, INC.)	Case No. 08-14606 (TJC)
)	(Chapter 11)
Debtor)	

**APPLICATION FOR AUTHORITY TO EMPLOY STEMMY, TIDLER &
MORRIS, P.A., AS ACCOUNTANTS TO THE DEBTOR**

JoAnne's Bed & Back Stores, Inc., a Maryland corporation, debtor and debtor-in-possession herein (the "Debtor"), by and through its undersigned counsel, hereby move this Court pursuant to Section 327(a) of Title 11 of the United States Code, for entry of an order authorizing the Debtor to employ Stemmy, Tidler & Morris, P.A. as its accountants, and in support thereof state as follows:

BACKGROUND

1. On April 2, 2008 (the "Petition Date"), the Debtor filed in this Court a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").
2. The Debtor has continued in possession of its property and has continued to operate and manage its business as debtor-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.
3. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this proceeding and this Motion is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicate for the relief sought herein is § 327(a) of the Bankruptcy Code.

4. Prior to the Petition Date, the Debtor operated sixteen (16) retail stores including a warehouse in Maryland, Washington, DC and Virginia, which sell ergonomic mattresses, adjustable beds, office, lounge and massage chairs, seat lift chairs, comfort accessories and other furniture.

Relief Requested

5. The Debtor desires to employ Stemmy, Tidler & Morris, P.A. as its accountants because they believe that Stemmy, Tidler & Morris, P.A. is able to provide traditional accounting services regarding the completion of its tax returns for the tax years 2007 and 2008.

6. Stemmy, Tidler & Morris, P.A. is experienced in this matter and is well-qualified to perform the work required in this case.

7. The professional services that Stemmy, Tidler & Morris, P.A. is expected to render includes:

- a. Preparing the corporate federal, state and local income tax returns with supporting schedules for the 2007 tax year;
- b. Performing any related bookkeeping necessary for preparation of the corporate federal, state and local income tax returns for the 2007 tax year;
- c. Preparing the corporate federal, state and local income tax returns with supporting schedules for the 2008 tax year; and
- d. Performing any related bookkeeping necessary for preparation of the corporate federal, state and local income tax returns for the 2008 tax year.

Compensation

8. Stemmy, Tidler & Morris, P.A. has agreed to perform the work requested and the Debtor desires to employ Stemmy, Tidler & Morris, P.A. on a flat fee basis.

9. Stemmy, Tidler & Morris, P.A. will bill the Debtor a flat fee of \$4,500.00 to prepare the corporate federal, state and local income tax returns for the 2007 tax year and a flat fee of \$4,500.00 to prepare the corporate federal, state and local income tax returns for the 2008 tax year.

10. Stemmy, Tidler & Morris, P.A. will apply to the Court for allowance of compensation and reimbursement of expenses in accordance with the applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the Local Rules of this Court.

No Connection with Parties in Interest

11. Except as set forth below, Stemmy, Tidler & Morris, P.A. has no connection with the Debtor, the Debtor's creditors, any other party in interest, its respective attorneys or accountants, the United States Trustee or any person employed in the office of the United States Trustee. Stemmy, Tidler & Morris, P.A. has prepared tax returns for the Debtor in the past. Stemmy Tidler & Morris has prepared individual/corporate income tax returns for the following unsecured nonpriority creditors listed on Schedule F: (a) Ivan and Joanne Schatz; (b) Jon Studner; and (c) SkipJo Consulting, Inc.

No Adverse Interest

12. Stemmy, Tidler & Morris, P.A. neither represents nor holds any interest adverse to the Debtor as Debtor-in-Possession, to its estates, or to the Debtor's creditors in the matters upon which it is to be engaged.

Best Interest of the Estate

13. As set forth above, Stemmy, Tidler & Morris, P.A. satisfies all the requirements for employment as the Debtor's accountant under §§ 327 and 328 of the Bankruptcy Code.

14. The employment of Stemmy, Tidler & Morris, P.A. as the Debtor's accountant is in the best interest of the estate. Stemmy, Tidler & Morris, P.A. has considerable experience in this matter and is well-qualified to represent the Debtor as its accountant in this case.

WHEREFORE, the Debtor respectfully request that the Court enter an order (i) authorizing them to employ and retain Stemmy, Tidler & Morris, P.A. to complete their 2007 and 2008 tax returns, and (ii) grant such other and further relief as is just and proper.

Respectfully submitted,

**SHULMAN, ROGERS, GANDAL,
PORDY & ECKER, P.A.**

By: /s/ Stephen A. Metz
Michael J. Lichtenstein (Bar No. 05604)
Morton A. Faller (Bar No. 01488)
Stephen A. Metz (Bar No. 13720)
11921 Rockville Pike, Suite 300
Rockville, Maryland 20852-2743
TEL: (301) 230-5231
FAX: (301) 230-2891
Attorneys for Debtor

Dated: June 11, 2008

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JOANNE'S BED & BACK STORES, INC.)	Case No. 08-14606 (TJC)
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AFFIDAVIT OF CHRISTOPHER MORRIS

Christopher Morris, CPA, being duly sworn, deposes and says:

1. This Affidavit is submitted in support of the Debtor's Application to Employ Stemmy, Tidler & Morris, P.A., as Accountants to the Debtor.
2. I am a member of Stemmy, Tidler & Morris, P.A. and Stemmy, Tidler & Morris, P.A. is not employed or connected with the Debtor, any creditor, any party-in-interest, or its respective attorneys and accountants, except that Stemmy, Tidler & Morris, P.A. has prepared tax returns for the Debtor in the past.
3. Stemmy, Tidler & Morris, P.A. maintains records of all of its clients. I have reviewed such records, as well as the creditors set forth in the Debtor's Schedules D and F to determine any connections with the Debtor. Schedules D and F were provided by Debtor's counsel. This Affidavit is based on the information available to me on the date hereof. Neither I nor does any member of Stemmy, Tidler & Morris, P.A. have a connection to the parties listed on the information provided.
4. Neither I nor does any member of Stemmy, Tidler & Morris, P.A. (i) have any connection with the Debtor (except as set forth herein), its affiliates, its creditors (except as noted herein) or any other party-in-interest, or its respective attorneys and accountants upon which the firm is to be engaged, (ii) I am a "disinterested person" as that term is defined in § 101(14) of the

Bankruptcy Code, as modified by § 1107(b) of the Bankruptcy Code, and (iii) we do not hold or represent any interest adverse to the Debtor or its estate.

Stemmy Tidler & Morris has prepared corporate income tax returns for the Debtor in the past.

Stemmy Tidler & Morris has prepared individual income tax returns for the following unsecured nonpriority creditors listed on Schedule F:

Ivan and Joanne Schatz, 105 Pembroke Drive, Palm Beach Gardens, FL 33418

Jon Studner, 13604 Mount Prospect Drive, Rockville, MD 20850

Stemmy Tidler & Morris has also prepared the corporate income tax return for the following unsecured creditor:

SkipJo Consulting, Inc., 105 Pembroke Drive, Palm Beach Gardens, FL 33418

5. Neither I nor has any of member of Stemmy, Tidler & Morris, P.A. agreed to share any compensation or reimbursement under § 503(b) of the Bankruptcy Code with any other person or company.

I, Christopher Morris, CPA, declare under the penalty of perjury that the forgoing is true and correct.

Dated: June 11, 2008.

/s/ Christopher Morris
Christopher Morris, CPA

COUNTY OF PRINCE GEORGE’S, MARYLAND)
) ss:
STATE OF MARYLAND)

Subscribed to and sworn before me a Notary Public in and for the County and State aforesaid this 11 day of June, 2008.

/s/ Mary Louise Price
Mary Louise Price
Notary Public
Prince George’s County
Maryland
My Commission Expires 11/18/2011

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**ORDER AUTHORIZING EMPLOYMENT OF STEMMY, TIDLER
& MORRIS, P.A. AS ACCOUNTANTS TO THE DEBTOR**

Upon consideration of the Application for Authority to Employ Stemmy, Tidler & Morris, P.A. as Accountants filed by Joannes Bed and Back Stores, Inc. ("Debtor"), and upon the Affidavit of Christopher Morris, CPA, and the Court finding that Stemmy, Tidler & Morris, P.A.'s employment is necessary and would be in the best interest of the Debtor's estate, it is by the United States Bankruptcy Court for the District of Maryland,

ORDERED, that the Application is granted and the Debtor is authorized to employ Stemmy, Tilder & Morris, P.A. as its accountants on the terms set forth in the Application, for the purpose of completing the Debtor's 2007 and 2008 tax returns, with compensation and reimbursement of expenses subject to approval by the Court upon proper application in accordance with the applicable provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the Local Rules of this Court.

With copies to:

Michael J. Lichtenstein, Esquire
Morton A. Faller, Esquire
Stephen A. Metz, Esquire
Shulman, Rogers, Gandal, Pordy & Ecker, P.A.
11921 Rockville Pike, 3rd Floor
Rockville, Maryland 20852-2743

END OF ORDER

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CERTIFICATE OF SERVICE

The following parties received electronic notice of this filing:

Alan D. Eisler aeisler@starkmeyers.com
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Leslie J. Polt lpolt@adelbergurdow.com
Counsel for The Healthy Back Store, LLC

US Trustee – Greenbelt USTPRegion04.GB.ECF@USDOL.GOV

To the extent that the following persons were not served electronically via CM/ECF system, copies of the **Application for Authority to Employ Steemy, Tidler & Morris, P.A., as Accountants to the Debtor, Affidavit and proposed Order** were mailed, postage prepaid this 11th day of June, 2008, to:

Howard R. Herman, Esquire
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New York, New York 10174-1299
Counsel for The Healthy Back Store, LLC

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Greenbelt, Maryland 20770

Office of the Attorney General of Maryland
200 St. Paul Place
Baltimore, Maryland 21201

Maryland SDAT
301 West Preston Street
Baltimore, Maryland 21201

Office of the Attorney General for
The Commonwealth of Virginia
10555 Main Street
Fairfax, VA 22030

Security Exchange Commission
100 F Street, NE
Washington, DC 20549
Attn: Bankruptcy Specialist

Internal Revenue Service
P.O. Box 21126
Philadelphia, PA 19114-0326

To the 20 Largest Unsecured Creditors on the Attached List

Landlords
Robin Tang
7098 Crows Nest #22
Laurel, MD 20707

8032 Tysons Plaza (Mar-West)
c/o May Jewelers
8032 Leesburg Pike
Vienna, VA 22182

Saul Subsidiary Conn Ave
7501 Wisconsin Avenue
Suite 1500
Bethesda, MD 20814-6522

Kentlands LLC
c/o Beatty Management Co., Inc.
6824 Elm Street
Suite 200 West
McLean, VA 22101

Writ Ltd Partnership
P.O. Box 79555
Baltimore, MD 21279-0555

Central Park
c/o William A. and Dana Middleton
P.O. Box 1480
King George, VA 22485

The Peterson Companies
Atlas Walk LC #3443
P.O. Box 601726
Charlotte, NC 28275-1726

Annapolis Harbour Center Associates
11501 Huff Court
North Bethesda, MD 20895-1904

Saint Thomas Joint Venture
c/o Harry B. Cooper Associates
10749 Falls Road, Suite 202
Lutherville, MD 21093

AAK Dobbin, LLC
7221 Lee DeForest Drive
Suite 100
Columbia, MD 21046

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Other Parties Requesting Notice

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Chase Paymentech Solutions, LLC
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Dallas, TX 75254

1924 York Road, LLC
c/o Jeffrey J. Utermohle, Esquire
Law Offices of Peter G. Angelos
100 N. Charles Street, 20th Floor
Baltimore, MD 21201

Respectfully submitted,

**SHULMAN, ROGERS, GANDAL,
PORDY & ECKER, P.A.**

By: /s/ Michael J. Lichtenstein
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