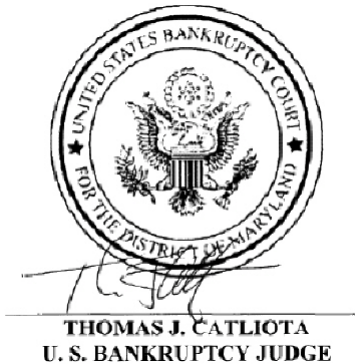


**SO ORDERED**



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

<b>IN RE:</b>	)	
	)	
<b>JOANNE’S BED &amp; BACK STORES, INC.</b>	)	<b>Case No. 08-14606 (TJC)</b>
	)	<b>(Chapter 11)</b>
<b>Debtor</b>	)	

**ORDER PURSUANT TO 11 U.S.C. § 105(a) AUTHORIZING DEBTOR  
TO: (1) MAINTAIN ITS EXISTING CASH MANAGEMENT SYSTEM,  
AND (2) MAINTAIN ITS BANK ACCOUNTS**

Upon the Debtor’s Motion for Order Pursuant to 11 U.S.C. § 105(a) Authorizing the Debtor to: (1) Maintain Its Existing Cash Management System, and (2) Maintain Its Bank Accounts (the “Motion”), and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the Court having determined that the relief sought in the Motion is in the best interest of the Debtor, its creditors and all parties-in-interest, and after due deliberation, sufficient cause appearing therefor; it is by the United States Bankruptcy Court for the District of Maryland,

**ORDERED**, that the Motion is GRANTED; and it is further

**ORDERED**, that all capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion; and it is further

**ORDERED**, that the Debtor is authorized to continue its customary cash management procedures in the ordinary course; provided, however: (1) the Debtor's accounting records shall reflect a clear demarcation between pre-petition and post-petition financial transactions; and (2) the Debtor shall maintain records of all accounting procedures in a manner such that all such procedures can be readily monitored and ascertained; and it is further

**ORDERED**, that the Debtor is authorized and empowered to: (a) designate, maintain and continue to use and all accounts with the same account numbers; and (b) treat the accounts for all purposes as accounts of the Debtor as debtor-in-possession; provided; however, that the Debtor shall request that Branch Banking and Trust Company ("BB&T") re-title and designate all of the Debtor's account as debtor-in-possession accounts; and it is further

**ORDERED**, that BB&T is authorized and directed to continue to service and administer the accounts as accounts of the Debtor and debtor-in-possession; and it is further

**ORDERED**, that the Debtor shall serve a copy of this Order on BB&T within three (3) business days of the date of entry of this Order; and it is further

**ORDERED**, that this Order shall be without prejudice to the rights of the Debtor or any party-in-interest, including, without limitation, the United States Trustee, to apply to the Court for authority to further modify the terms hereof on appropriate notice and motion.

Copies to:

Michael J. Lichtenstein, Esquire  
Morton A. Faller, Esquire  
Stephen A. Metz, Esquire  
Shulman, Rogers, Gandal, Porody & Ecker, P.A.  
11921 Rockville Pike, Suite 300  
Rockville, Maryland 20852-2743

Lynn A. Kohen, Esquire  
Office of the United States Trustee  
6305 Ivy Lane, Suite 600  
Greenbelt, Maryland 20770

**END OF ORDER**