

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : **Chapter 11**
:
CRABTREE & EVELYN, LTD., :
:
: **Case No. 09-14267 (BRL)**
Debtor. :
:
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**ORDER PURSUANT TO SECTION 365(a) OF
THE BANKRUPTCY CODE AND BANKRUPTCY RULES
6006 AND 9014 AUTHORIZING THE DEBTOR TO REJECT
CERTAIN UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY**

Upon the motion, dated September 25, 2009 (the “Motion”),¹ of Crabtree & Evelyn, Ltd., as debtor and debtor in possession (the “Debtor”),² for authorization to reject those certain unexpired leases identified on **Exhibit A** attached hereto (the “Leases”) pursuant to section 365(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Rules 6006 and 9014 of the Federal Rules of Bankruptcy Procedure as more fully set forth in 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 Standing Order of Referral of Cases to Bankruptcy Judges of the District Court for the Southern District of New York, dated July 19, 1984 (Ward, Acting C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to (i) the Office of the United States Trustee for the Southern District of New York (Attn: Serene Nakano, Esq.), (ii) SilvermanAcampora LLP, 100 Jericho Quadrangle, Suite 300, Jericho, New York 11753 (Attn:

¹ Capitalized terms used but not defined herein shall have the respective meanings ascribed to them in the Motion.

² The last four digits of the Debtor’s federal tax identification number are 1685.

Ronald J. Friedman, Esq.) as counsel for Kuala Lumpur Kepong Berhad, (iii) Hahn & Hessen LLP, 488 Madison Avenue, 15th Floor, New York, New York 10022 (Attn: Mark Indelicato, Esq.), as counsel for the Committee, (iv) the lease counterparties identified on Exhibit A to the Motion, and (v) parties in interest who have filed notices of appearance in this case, and it appearing that no other or further notice need be provided; and the Court having determined that the relief requested in the Motion being in the best interests of the Debtor, its creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Motion is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 365(a) of the Bankruptcy Code, the Debtor is authorized to reject each of the Leases listed on Exhibit A hereto; and it is further

ORDERED that each Lease rejection is effective as of the respective date listed on Exhibit A hereto; and it is further

ORDERED that all claims for damages arising as a result of the rejection of the Leases shall be filed no later than thirty (30) days following entry of this Order, or be forever barred from doing so; and it is further

ORDERED that the Debtor shall serve a copy of this Order on all counterparties to the Leases and/or their respective attorneys (if known) within three (3) days of entry of this Order; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order; and it is further

ORDERED that notice of the Motion as provided herein shall be deemed good and sufficient notice of such Motion.

Dated: October 19, 2009
New York, New York

/s/Burton R. Lifland
HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE

Exhibit A
LEASES

| Address of Subject Property | Monthly Rental Obligation | Remaining Lease Term | Counterparty Name / Address | Effective Date of Rejection | Property Proposed To Be Abandoned |
|--|----------------------------------|-----------------------------|---|------------------------------------|--|
| 40 Grant Avenue San Francisco, California (Primary Lease) | \$13,833.88 | Lease expires 1/31/2012 | Landlord: G&G Partners, L.P. c/o Yale Properties USA, Inc. 6256 Greenwich Drive Suite 550 San Diego, CA 92122 | October 31, 2009 | N/A |
| 40 Grant Avenue San Francisco, California (Sublease) | \$13,833.88 | Lease expires 1/31/2012 | Nervous Tattoo, Inc. 8680 Hayden Place Culver City, CA 90232 | October 31, 2009 | N/A |