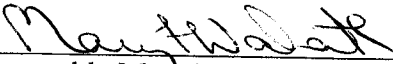


the record of the Hearing and all proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors' estates, their creditors and other parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED:

1. The Motion is granted to the extent provided herein.
2. The Compensation procedures attached hereto as **Exhibit 1** are hereby approved except as may otherwise be provided in an order of the Court authorizing the retention of a particular Professional. The Professionals retained in these cases pursuant to section 327 or 1103 of the Bankruptcy Code may seek interim payment of compensation and reimbursement of expenses in accordance with the Compensation Procedures attached hereto as **Exhibit 1**.
3. Any statutorily appointed committee in these chapter 11 cases may seek reimbursement of expenses (excluding the fees and expenses of third-party counsel to individual committee members) in accordance with the Compensation Procedures attached hereto as **Exhibit 1**.
4. All time periods referenced in this Order and in the Compensation Procedures shall be calculated in accordance with Rule 9006(a) of the Bankruptcy Rules.
5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.
6. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, this Order shall be immediately effective and enforceable upon its entry.

7. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Date: April 11, 2013
Wilmington, Delaware



Honorable Mary F. Walrath
United States Bankruptcy Judge