

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

\_\_\_\_\_  
In re: )  
 ) Chapter 11  
 )  
HMP SERVICES HOLDING SUB III, ) Case No. 10-13618 (BLS)  
LLC, *et al.*,<sup>1</sup> )  
 )  
Debtors. ) Jointly Administered  
 )  
 ) Related to Docket No. 413  
\_\_\_\_\_

**ORDER APPROVING STIPULATION**

Upon consideration of the *Stipulation by and Among the Litigation Trustee and the Claimant* (the "Stipulation"),<sup>2</sup> a copy of which is attached to this order as Exhibit 1, as agreed to by and between the Claimant and the Trustee (collectively, the "Parties");

THE COURT ORDERS THAT:

1. The Stipulation is approved.
2. The Parties are hereby authorized to take any and all actions reasonably necessary to effectuate the terms of the Stipulation.
3. The City of Cincinnati shall have an allowed unsecured priority claim in the amount of \$17,664.51 which shall be satisfied as soon as practicable after entry of this Order.
4. Except as set forth herein, the Claimant shall not be entitled to any further distributions in this case from the Claim or otherwise.
5. The official claims register in these cases shall be amended in accordance with the terms of the Stipulation and this Order.

<sup>1</sup> The Debtors and the last four digits of their respective tax identification number, are: (i) HMP Services Holding Sub III, LLC *f/k/a* Charrette LLC (3196) and (ii) HMP Services Holding, Inc. *f/k/a* Harold M. Pittman Company (0980). HMP Services Holding Sub III, LLC is a Delaware limited liability company.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to such terms in the Stipulation.

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6. Notwithstanding any of the Federal Rules of Bankruptcy Procedure to the contrary, this order shall take effect immediately upon entry.

7. The Court shall retain jurisdiction over any and all matters arising from or related to the implementation or interpretation of the Stipulation or this order.

Date: June 5, 2012  
Wilmington, Delaware

  
Honorable Brendan L. Shannon  
United States Bankruptcy Judge

**EXHIBIT 1**  
**STIPULATION**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
HMP SERVICES HOLDING SUB III, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 10-13618 (BLS)
Debtors.	)	Jointly Administered

**STIPULATION BY AND AMONG THE  
LITIGATION TRUSTEE AND THE CLAIMANT**

This stipulation (the "Stipulation") is entered into this 7<sup>th</sup> day of May 2012, by and between Ronald L. Glass, the Trustee (the "Trustee") of the Litigation Trust (the "Trust") created pursuant to the Debtors' First Modified Joint Plan of Liquidation Under Chapter 11 of the Bankruptcy Code ("Plan") of the above-captioned debtors and debtors in possession (collectively, the "Debtors") on the one hand and the City of Cincinnati (the "Claimant," and together with the Trustee, the "Parties") on the other hand.

WHEREAS, on November 8, 2010 (the "Petition Date"), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors have continued in the management of its businesses and operation of its properties pursuant to sections 1107(a) and 1108 of the Bankruptcy Code;

WHEREAS, on November 29, 2010, the United States Trustee for the District of Delaware (the "U.S. Trustee") appointed an official committee of unsecured creditors (the "Committee") pursuant to section 1102(a)(1) of the Bankruptcy Code;

<sup>1</sup> The Debtors and the last four digits of their respective tax identification number, are: (i) HMP Services Holding Sub III, LLC f/k/a Charrette LLC (3196) and (ii) HMP Services Holding, Inc. f/k/a Harold M. Pittman Company (0980). HMP Services Holding Sub III, LLC is a Delaware limited liability company.

WHEREAS, on March 10, 2011, the Bankruptcy Court confirmed the Plan, which was titled the Debtors' First Modified Joint Plan of Liquidation under Chapter 11 of the Bankruptcy Code dated as of January 18, 2011;

WHEREAS, the Plan provided for the establishment of a litigation trust pursuant to the Litigation Trust Agreement dated as of March 30, 2011 that was approved by the Bankruptcy Court on March 31, 2011, Ronald L. Glass was appointed the Trustee;

WHEREAS, the Plan became effective as of April 1, 2011;

WHEREAS, pursuant to Article 13.1 of the Plan, the Trustee has been conferred with the exclusive authority to object to Claims on behalf of the Debtors, their estates, and the Trust;

WHEREAS, the Claimant asserts that it holds a valid claim against the Debtors (the "Claim");

WHEREAS, the Trustee has asserted certain defenses to and/or deficiencies in the Claim; and

WHEREAS, Claimant and the Trustee have agreed to a resolution of the Claim as set forth herein.

NOW, THEREFORE, SUBJECT TO THE APPROVAL OF THE COURT, IT IS HEREBY STIPULATED AND AGREED, by and among the Parties, as follows:

1. The Claim shall be allowed in the amount of \$17,664.51.
2. The Claim shall be treated in accordance with the Plan as an unsecured priority claim.
3. The Trustee shall satisfy the Claim as soon as practicable after approval of this Stipulation by the Court.

4. Except as set forth herein, the Claimant shall not be entitled to any further or subsequent distribution in these cases.

5. The signatories to this Stipulation expressly represent and warrant that they have the requisite power, authority and legal capacity to enter into and execute this Stipulation.

6. This Stipulation constitutes the entire agreement between the Parties with respect to the subject matter of this Stipulation. All representations, warranties, inducements, and/or statements of intention made by the Parties are embodied herein, and neither Party relied upon, shall be bound by or shall be liable for any alleged representation, warranty, inducement or statement of intention that is not expressly set forth herein.

7. The execution of this Stipulation by any Party does not constitute, imply or evidence the truth of any claim, the admission of any liability, the validity of any defense or the existence of any circumstances or facts that could constitute a basis for any claim, liability or defense, other than for the purpose of enforcing the terms and provisions of this Stipulation.

8. Each of Parties acknowledges that this Stipulation is the joint work product of all of the Parties, and that, accordingly, in the event of ambiguities, no inferences shall be drawn against any Party on the basis of authorship of this Stipulation.

9. This Stipulation may be executed in any number of counterparts, and all such counterparts, taken together, shall be deemed to constitute one and the same instrument. Facsimile or electronic copies of signatures of this Stipulation are acceptable and shall be deemed as original signatures.

10. This Stipulation shall be binding on the Parties from the date of its execution, but is expressly subject to, and contingent upon, its approval by the Court. If the Court does not approve this Stipulation, it shall be null and void.

Dated: May 31, 2012

CITY OF CINNCINNATI

*/s/ Teresa Gilligan*  
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Teresa Gilligan  
Deputy Tax Commissioner  
City of Cincinnati  
805 Central Ave., Suite 600  
Cincinnati, OH 45202

*Claimant*

Dated: May 31, 2012

KLEHR HARRISON HARVEY  
BRANZBURG LLP

*/s/ Michael W. Yurkewicz*  
\_\_\_\_\_  
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*Counsel to Litigation Trustee*