

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
J.L. FRENCH AUTOMOTIVE CASTINGS, INC., <i>et al.</i>)	Case No. 09-12445 (KG)
)	(Jointly Administered)
)	
Debtors. ¹)	Re Docket No. 268

**STIPULATION RESOLVING MOTION OF AMERICAN MATERIALS, INC.
TO COMPEL PAYMENT OF CHAPTER 11 ADMINISTRATIVE RENT**

This stipulation (the “Stipulation”) is entered into by and between the above-captioned debtors and debtors in possession (the “Debtors”) and American Materials, Inc. (“AMI”; together with the Debtors, the “Parties”) with respect to the following facts and recitals:

A. On July 13, 2009, the Debtors filed their voluntary petitions for chapter 11 relief (the “Petition Date”).

B. On July 26, 2009, the Debtors filed the “Debtors’ First Amended Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code” (the “Plan”). On September 3, 2009, the Court entered its order confirming the Plan (the “Confirmation Order”). The Plan, the supplement thereto, and the Confirmation Order provided for the rejection of certain unexpired leases, including that certain Lease, dated April 1, 2008, by and between AMI, as lessor, and J.L. French Automotive Castings, Inc., as lessee, relating to certain real property located in Glasgow, Kentucky (the “Lease”).

¹ The Debtors in these cases along with the last four digits of each of the Debtors’ federal tax identification numbers are: J.L. French Automotive Castings, Inc., (3670); French Holdings LLC, (0518); Nelson Metal Products LLC (4939); Allotech International LLC (5832); J.L. French LLC (8901); J.L. French Automotive, LLC (7075); Central Die, LLC (7793). The Debtors’ headquarters and mailing address is: 3101 South Taylor Drive, Sheboygan, WI 53082.

C. On September 3, 2009 AMI filed its motion (the "Motion") to compel payment of chapter 11 administrative rent under the Lease. Pursuant to the Motion, AMI, is seeking payment of \$43,755.93 in administrative rent for the period from the Petition Date through September 3, 2009. In addition to its demand for administrative rent, AMI has informed the Debtors that it has certain prepetition claims for damages under the Lease.

D. Since the filing of the Motion, the Parties have engaged in discussions regarding a consensual resolution of the Motion and all other claims under the Lease. Pursuant to these negotiations, AMI has agreed to settle and release all claims under the Lease, including, without limitation, claims for administrative rent, postpetition rent, prepetition rent, rejection damage claims and general claims for damages, in exchange for the Debtors' payment to AMI of \$40,000.00 as an administrative expense claim within two (2) business days of the execution of this stipulation.

NOW THEREFORE, in consideration of the foregoing, the Parties hereby stipulate and agree as follows:

1. By no later than the date that is two (2) business days after the date of the full execution this Stipulation, the Debtors shall pay to AMI the amount of \$40,000.00 (the "Settlement Payment").

2. Upon AMI's receipt of the Settlement Payment, AMI, without the need to take any further action, shall be deemed to have released any and all claims arising under the Lease, including, without limitation, any and all claims for administrative rent, postpetition rent, prepetition rent, claims for rejection damages, and general claims for rejection damages. Furthermore, upon receipt of the Settlement Payment, AMI shall promptly file a notice of withdrawal of the Motion with the Court.

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