

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

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In re : Chapter 11  
Oldco M Corporation :  
(f/k/a Metaldyne Corporation), *et al.*, : Case No. 09-13412 (MG)  
Debtors. : (Jointly Administered)  
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**ORDER AUTHORIZING THE DEBTORS TO ABANDON  
CERTAIN REAL PROPERTY LOCATED IN BEDFORD HEIGHTS, OHIO**

This matter coming before the Court on the Motion of the Debtors and Debtors in Possession for Entry of an Order Authorizing the Abandonment of Certain Real Property Located in Bedford Heights, Ohio (the "Motion"),<sup>1</sup> filed by the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"); the Court having reviewed the Motion, the Carroll Declaration and the Teeples Declaration and having considered the evidence adduced at, and the statements of counsel made before the Court at, a hearing held on March 2, 2010 (the "Hearing"); and the Court having found that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (c) notice of the Motion and the Hearing was sufficient under the circumstances, (d) a sound business purpose exists for the relief granted herein, (e) the Bedford Property is burdensome and of inconsequential value and benefit to the Debtors' estates and (f) there is no environmental contamination on the Bedford Property that presents an "imminent and identifiable harm" to the public; and the Court having determined that the legal and factual bases set forth in the Motion, the Carroll Declaration and the Teeples Declaration and the evidence

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

adduced at the Hearing establish just cause for the relief granted herein; and good and sufficient cause having been shown;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED for the reasons set forth on the record at the Hearing.
2. The Debtors are authorized to abandon the Bedford Property to debtor Oldco M Lester Precision Die Casting, Inc., effective fourteen days from the date of the entry of this Order.
3. The Debtors are authorized to execute and deliver all instruments and documents, and take such other action as may be necessary or appropriate to implement and effectuate the abandonment of the Bedford Property authorized by this Order, including the assignment of any indemnification rights pursuant to state law and the contractual provisions of any relevant agreements.

Dated: March 2, 2010  
New York, New York

/s/ Martin Glenn  
United States Bankruptcy Judge