



## **RESERVATION OF RIGHTS**

1. As set forth in the Notice of Completion of Auction filed July 9, 2013 at Docket Number 508 (the “Auction Notice”), Royal Appliance Manufacturing Company and its affiliates (collectively, “Royal”), were determined to be the successful bidder at the auction held July 8, 2013, the assets of the above-captioned debtors, debtors-in-possession and certain affiliates (collectively, the “Debtors”). As a general matter, 3M does not oppose the Sale Motion and the Sale Order at this time. However, 3M does have certain reservations.

2. Paragraph 2 of the Auction Notice referenced a list of “Assumable Executory Contracts” (the “Contract List”) which included certain cure amounts. Subsequently, on July 12, 2013, the Debtors filed a supplemental notice (the “Supplemental Notice”) and indicated that under the Royal APA, Royal has at least sixty (60) days from the date the sale closes to decide and direct the Debtors whether to seek the assumption and assignment or rejection of unexpired leases of non-residential real property and any executory contracts. The Supplemental Notice further provided that no objections to cure amounts for either leases or executory contracts will go forward at the sale hearing. Given the late filing of the Supplemental Notice, 3M did not want its silence to be interpreted as consenting to the proposed treatment of its contracts.

3. Through this Reservation of Rights, 3M reserves all of its rights to raise any objection to the assumption, the assumption and assignments, or the rejection of any and all contracts and leases it has with any of the Debtors.

Dated: July 15, 2013

Respectfully submitted,

**FROST BROWN TODD LLC**

*/s/ Robin Bicket White*

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**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing was sent via ECF Noticing to all parties receiving ECF Notice in these chapter 11 cases and via U.S. Mail to the parties listed below on this 15<sup>th</sup> day of July, 2013:

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