

UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

IN RE:	)	Chapter 11 Cases
	)	
PERPETUA-BURR OAK HOLDINGS OF	)	Case No. 09-34022
ILLINOIS, L.L.C., <i>et al.</i>	)	Jointly Administered
	)	
Debtors.	)	Hon. Pamela S. Hollis

**ORDER (I) APPROVING THE FORM AND MANNER OF NOTICE OF THE CONFIRMATION HEARING AND (II) GRANTING RELATED RELIEF**

Upon consideration of the motion (“Motion”)<sup>1</sup> of Perpetua, Inc. (“Perpetua”), Perpetua Holdings of Illinois, Inc. d/b/a Cedar Park Cemetery (“Cedar Park”) and Perpetua-Burr Oak Holdings of Illinois, L.L.C. d/b/a Burr Oak Cemetery (“Burr Oak”, collectively, with Cedar Park and Perpetua, the “Debtors”), pursuant to 11 U.S.C. §§ 105, 1125 and 1126, Federal Rules of Bankruptcy Procedure (“Bankruptcy Rule”) 2002, 3003, 3016, 3107, 3019, 3020 and 9006(c) and Local Bankruptcy Rule 3016-1, requesting the entry of an order (I) Approving the Form and Manner of Notice of the Disclosure Statement Hearing; (II) Determining the Treatment of Certain Claims for Notice and Voting Purposes; (III) Establishing the Record Date, Voting Deadline and Certain Other Procedures; (IV) Approving the Solicitation Procedures for Confirmation; (V) Approving the Form and Manner of Notice of the Confirmation Hearing; and (VI) Granting Related Relief; it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); the Court having jurisdiction over the parties and the subject matter of the Motion; due and proper notice having been given; the Court having previously granted partial relief with respect to the Motion and having continued the balance of the Motion

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<sup>1</sup> Terms not defined herein shall have the meanings ascribed to them in the Motion.

until March 29, 2011; no further notice being required; and after due deliberation it appearing that there is good cause to grant the relief requested;

**IT IS ORDERED:**

1. All ballots for accepting or rejecting the Plan must be received by the designated administrator in order to be counted by **4:00 p.m. CDT on May 13, 2011** (the "Voting Deadline").

2. The Debtors shall transmit, or cause to be transmitted, the Solicitation Packages on or before April 8, 2011.

3. In order to be counted, original ink signed ballots must be returned to the designated administrator on or prior to the Voting Deadline by (a) U.S. mail, (b) overnight delivery, or (c) hand delivery. The ballot must be signed by the Claimant or, be accompanied by a copy of a power of attorney for the party signing the ballot on behalf of the Claimant. Any ballots failing to meet these requirements, including those submitted by facsimile transmission, will not be counted.

4. The hearing to consider confirmation of the Plan (the "Confirmation Hearing Date") shall commence in this Court on **May 24, 2011 at 1:30 p.m.**

5. Objections, if any, to confirmation of the Plan must be filed and served on all Notice Parties by **4:00 p.m. CDT on May 13, 2011** (the "Confirmation Objection Deadline").

6. Any objection to the confirmation of the Plan must (a) be in writing, (b) comply with the Bankruptcy Rules and the Local Rules, (c) set forth the name of the objector, and the nature and amount of any claim asserted by the objector against or in the Debtors, the Estates or their property, (d) state with particularity the legal and factual bases for the objection, including suggested language to be added or existing language to be amended or deleted, and (e) be filed

with the Court together with proof of service, so that it is timely received by ECF Notice or otherwise by all parties entitled thereto by the Confirmation Objection Deadline. Any objection that fails to comply with the foregoing shall be stricken.

7. Any responses to Objections and the Debtors' report of voting on the Plan must be filed on or before **May 20, 2011**.

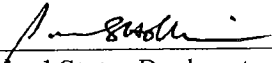
8. The proposed ballot for voting on the Plan in the form attached hereto as Exhibit A is approved.

9. Any Holder of Claims in Classes 2, 3, 7, 8, 9, 10 and 11 may choose to vote a single ballot in all three Cases by submitting one ballot.

10. The proposed notice of the Confirmation Hearing in the form attached hereto as Exhibit B is approved (the "Confirmation Hearing Notice"). Publication and service of the Confirmation Hearing Notice as set forth in the Motion constitutes sufficient notice to all parties in interest in the Cases of the Confirmation Hearing and related deadlines.

ENTER:

Dated: MAR 29 2011

  
United States Bankruptcy Judge

Prepared By:

Robert M. Fishman (#3124316)  
Brian L. Shaw (#6216834)  
Kimberly Bacher (#6285677)  
Shaw Gussis Fishman Glantz  
Wolfson & Towbin LLC  
321 North Clark Street, Suite 800  
Chicago, Illinois 60610  
(312) 541-0151 telephone  
(312) 980-3888 facsimile

*Counsel for the Debtors*

# Exhibit A

UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re: ) Chapter 11 Cases  
)  
PERPETUA-BURR OAK HOLDINGS OF ) Case No. 09-34022  
ILLINOIS, L.L.C., et al., ) (Jointly Administered)  
)  
Debtors. ) Hon. Pamela S. Hollis

**CLASS 2A, 2B, 2C, 2D, 2E, AND 2F BALLOT  
(PRE-PETITION SECURED CLAIMS OF MESBIC AND PSF) FOR ACCEPTING OR  
REJECTING DEBTORS' SECOND AMENDED JOINT PLAN OF LIQUIDATION**

This ballot relates to the Second Amended Joint Plan of Liquidation (the "Plan") of Perpetua, Inc., Perpetua Holdings of Illinois, Inc. and Perpetua-Burr Oak Holdings of Illinois, Inc. (collectively, the "Debtors") filed by the Debtors on March \_\_, 2011. YOU MUST HOLD A PREPETITION SECURED CLAIM OF MESBIC OR PSF TO USE THIS BALLOT.

Please note that the Plan in Article V provides for the implementation of a Channeling Injunction. Pursuant to the Channeling Injunction, Holders of Claims against the Debtors arising from or in any way related to activities at the Burr Oak Cemetery prior the Effective Date shall be forever barred from asserting such claims against certain Protected Parties, including, to but not limited to (a) the Debtors and their current and former officers, directors, employees, shareholders and secured creditors, (b) The Travelers Indemnity Company, Inc., St. Paul Fire and Marine Insurance Company and Harleysville Lake States Insurance Company, Harleysville Group, Inc., and each of their respective past, present and future shareholders, parent corporations, companies or partnerships, subsidiaries, affiliates, divisions, associated, merged or acquired companies or operations and their respective predecessors, successors and assigns, (c) the Consolidated Debtor, (d) the BOC Trust, (e) the Cedar Park Purchaser, (f) PSF, (g) Mesbic and (h) the Official Committee of Unsecured Creditors. The complete provisions of the Channeling Injunction (and defined terms therein) are set forth in detail in Article V and Exhibit 1 to the Plan. You should review the Plan and the accompanying Disclosure Statement (the "Disclosure Statement") with respect to the Claims being released and enjoined against the Protected Parties before you vote.

TO HAVE YOUR VOTE COUNT, YOU MUST TIMELY COMPLETE AND RETURN THIS BALLOT. IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT IT WILL BE BINDING ON YOU WHETHER OR NOT YOU VOTE.

The undersigned, holding a claim or interest in the Class designated below:

*[Check only one box]*

- Classes 2A-C (Prepetition Secured Claim of Mesbic)
- Classes 2D-F (Prepetition Secured Claim of PSF)

in the unpaid amount of \$\_\_\_\_\_ (the "Claim"), by this Ballot, hereby:

*[Check only one box]*

- Accepts
- Rejects

the Joint Plan of Liquidation of the above-named Debtors.

Dated: \_\_\_\_\_

Print or type name: \_\_\_\_\_

Signed: \_\_\_\_\_

*[If appropriate]* By: \_\_\_\_\_

as: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

The original of this completed ballot form must be delivered by First Class Mail, overnight delivery or hand delivery to: (A) if by First Class Mail – BMC Group, Inc., Attn: Perpetua Claims & Ballot Processing, P.O. Box 3020, Chanhassen, MN 55317 (B) if by Overnight or Hand Delivery, BMC Group Inc., Attn: Perpetua Claims & Balloting Processing, 18750 Lake Drive East, Chanhassen, MN 55317, so that it is actually received on or before \_\_\_\_\_, 2011.

Please also note that: **If a ballot is received after the voting deadline, it will not be counted. Ballots submitted by facsimile or email will not be accepted. Unsigned ballots will not be counted. Any executed ballot that does not indicate either an acceptance or rejection of the Plan or that indicates both an acceptance and a rejection of the Plan will not be counted. If you cast more than one ballot voting the same claim prior to the voting deadline, the last ballot received before the voting deadline will supersede any prior ballots.**

UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re: ) Chapter 11 Cases  
)  
PERPETUA-BURR OAK HOLDINGS OF ) Case No. 09-34022  
ILLINOIS, L.L.C., et al., ) (Jointly Administered)  
)  
Debtors. ) Hon. Pamela S. Hollis

CLASS 4A, 4B AND 4C BALLOT (MISCELLANEOUS SECURED CLAIMS)  
FOR ACCEPTING OR REJECTING DEBTORS'  
SECOND AMENDED JOINT PLAN OF LIQUIDATION

This ballot relates to the Second Amended Joint Plan of Liquidation (the "Plan") of Perpetua, Inc., Perpetua Holdings of Illinois, Inc. and Perpetua-Burr Oak Holdings of Illinois, Inc. (collectively, the "Debtors") filed by the Debtors on March \_\_, 2011. YOU MUST HOLD A CLASS 4A-C MISCELLANEOUS SECURED CLAIM TO USE THIS BALLOT.

Please note that the Plan in Article V provides for the implementation of a Channeling Injunction. Pursuant to the Channeling Injunction, Holders of Claims against the Debtors arising from or in any way related to activities at the Burr Oak Cemetery prior the Effective Date shall be forever barred from asserting such claims against certain Protected Parties, including, to but not limited to (a) the Debtors and their current and former officers, directors, employees, shareholders and secured creditors, (b) The Travelers Indemnity Company, Inc., St. Paul Fire and Marine Insurance Company and Harleysville Lake States Insurance Company, Harleysville Group, Inc., and each of their respective past, present and future shareholders, parent corporations, companies or partnerships, subsidiaries, affiliates, divisions, associated, merged or acquired companies or operations and their respective predecessors, successors and assigns, (c) the Consolidated Debtor, (d) the BOC Trust, (e) the Cedar Park Purchaser, (f) PSF, (g) Mesbic and (h) the Official Committee of Unsecured Creditors. The complete provisions of the Channeling Injunction (and defined terms therein) are set forth in detail in Article V and Exhibit I to the Plan. You should review the Plan and the accompanying Disclosure Statement (the "Disclosure Statement") with respect to the Claims being released and enjoined against the Protected Parties before you vote.

TO HAVE YOUR VOTE COUNT, YOU MUST TIMELY COMPLETE AND RETURN THIS BALLOT. IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT IT WILL BE BINDING ON YOU WHETHER OR NOT YOU VOTE.

The undersigned, holding a claim or interest in the Class designated below:

*[Check only one box]*

- Class 4A (Miscellaneous Secured Claim --Burr Oak)
- Class 4B (Miscellaneous Secured Claim -- Cedar Park)
- Class 4C (Miscellaneous Secured Claim -- Perpetua Inc.)

in the unpaid amount of \$ \_\_\_\_\_ (the "Claim"), by this Ballot, hereby:

*[Check only one box]*

Accepts

Rejects

the Joint Plan of Liquidation of the above-named Debtors.

Dated: \_\_\_\_\_

Print or type name: \_\_\_\_\_

Signed: \_\_\_\_\_

*[If appropriate]* By: \_\_\_\_\_

as: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

The original of this completed ballot form must be delivered by First Class Mail, overnight delivery or hand delivery to: (A) if by First Class Mail – BMC Group, Inc., Attn: Perpetua Claims & Ballot Processing, P.O. Box 3020, Chanhassen, MN 55317 (B) if by Overnight or Hand Delivery, BMC Group Inc., Attn: Perpetua Claims & Balloting Processing, 18750 Lake Drive East, Chanhassen, MN 55317, so that it is actually received on or before \_\_\_\_\_, 2011.

Please also note that: **If a ballot is received after the voting deadline, it will not be counted. Ballots submitted by facsimile or email will not be accepted. Unsigned ballots will not be counted. Any executed ballot that does not indicate either an acceptance or rejection of the Plan or that indicates both an acceptance and a rejection of the Plan will not be counted. If you cast more than one ballot voting the same claim prior to the voting deadline, the last ballot received before the voting deadline will supersede any prior ballots.**



UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re: ) Chapter 11 Cases  
)  
PERPETUA-BURR OAK HOLDINGS OF ) Case No. 09-34022  
ILLINOIS, L.L.C., et al., ) (Jointly Administered)  
)  
Debtors. ) Hon. Pamela S. Hollis

**CLASS 5A, 5B AND 5C BALLOT  
(GENERAL UNSECURED TRADE CLAIMS) FOR ACCEPTING  
OR REJECTING DEBTORS' SECOND AMENDED JOINT PLAN OF LIQUIDATION**

This ballot relates to the Second Amended Joint Plan of Liquidation (the "Plan") of Perpetua, Inc., Perpetua Holdings of Illinois, Inc. and Perpetua-Burr Oak Holdings of Illinois, Inc. (collectively, the "Debtors") filed by the Debtors on March \_\_, 2011. YOU MUST HOLD A CLASS 5 GENERAL UNSECURED TRADE CLAIM TO USE THIS BALLOT.

Please note that the Plan in Article V provides for the implementation of a Channeling Injunction. Pursuant to the Channeling Injunction, Holders of Claims against the Debtors arising from or in any way related to activities at the Burr Oak Cemetery prior the Effective Date shall be forever barred from asserting such claims against certain Protected Parties, including, to but not limited to (a) the Debtors and their current and former officers, directors, employees, shareholders and secured creditors, (b) The Travelers Indemnity Company, Inc., St. Paul Fire and Marine Insurance Company and Harleysville Lake States Insurance Company, Harleysville Group, Inc., and each of their respective past, present and future shareholders, parent corporations, companies or partnerships, subsidiaries, affiliates, divisions, associated, merged or acquired companies or operations and their respective predecessors, successors and assigns, (c) the Consolidated Debtor, (d) the BOC Trust, (e) the Cedar Park Purchaser, (f) PSF, (g) Mesbic and (h) the Official Committee of Unsecured Creditors. The complete provisions of the Channeling Injunction (and defined terms therein) are set forth in detail in Article V and Exhibit 1 to the Plan. You should review the Plan and the accompanying Disclosure Statement (the "Disclosure Statement") with respect to the Claims being released and enjoined against the Protected Parties before you vote.

TO HAVE YOUR VOTE COUNT, YOU MUST TIMELY COMPLETE AND RETURN THIS BALLOT. IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT IT WILL BE BINDING ON YOU WHETHER OR NOT YOU VOTE.

The undersigned, holding a claim or interest in the Class designated below:

*[Check only one box]*

- Class 5A (General Unsecured Trade Claim –Burr Oak)
- Class 5B (General Unsecured Trade Claim - Cedar Park)
- Class 5C (General Unsecured Trade Claim - Perpetua Inc.)

in the unpaid amount of \$ \_\_\_\_\_ (the "Claim"), by this Ballot, hereby:

*[Check only one box]*

Accepts

Rejects

the Joint Plan of Liquidation of the above-named Debtors.

Dated: \_\_\_\_\_

Print or type name: \_\_\_\_\_

Signed: \_\_\_\_\_

*[If appropriate]* By: \_\_\_\_\_

as: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

The original of this completed ballot form must be delivered by First Class Mail, overnight delivery or hand delivery to: (A) if by First Class Mail – BMC Group, Inc., Attn: Perpetua Claims & Ballot Processing, P.O. Box 3020, Chanhassen, MN 55317 (B) if by Overnight or Hand Delivery, BMC Group Inc., Attn: Perpetua Claims & Balloting Processing, 18750 Lake Drive East, Chanhassen, MN 55317, so that it is actually received on or before \_\_\_\_\_, 2011.

Please also note that: **If a ballot is received after the voting deadline, it will not be counted. Ballots submitted by facsimile or email will not be accepted. Unsigned ballots will not be counted. Any executed ballot that does not indicate either an acceptance or rejection of the Plan or that indicates both an acceptance and a rejection of the Plan will not be counted. If you cast more than one ballot voting the same claim prior to the voting deadline, the last ballot received before the voting deadline will supersede any prior ballots.**

UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re: ) Chapter 11 Cases  
)  
PERPETUA-BURR OAK HOLDINGS OF ) Case No. 09-34022  
ILLINOIS, L.L.C., et al., ) (Jointly Administered)  
)  
Debtors. ) Hon. Pamela S. Hollis

CLASS 7A, 7B AND 7C, 8A, 8B AND 8C AND 9A, 9B AND 9C BALLOT  
(TRUST CLAIMS) BALLOT FOR ACCEPTING OR REJECTING DEBTORS'  
SECOND AMENDED JOINT PLAN OF LIQUIDATION

This ballot relates to the Second Amended Joint Plan of Liquidation (the "Plan") of Perpetua, Inc., Perpetua Holdings of Illinois, Inc. and Perpetua-Burr Oak Holdings of Illinois, Inc. (collectively, the "Debtors") filed by the Debtors on March \_\_, 2011. YOU MUST HOLD A TRUST CLAIM RELATED TO A DECEDENT AT BURR OAK CEMETERY TO USE THIS BALLOT.

Please note that the Plan in Article V provides for the implementation of a Channeling Injunction. Pursuant to the Channeling Injunction, Holders of Claims against the Debtors arising from or in any way related to activities at the Burr Oak Cemetery prior the Effective Date shall be forever barred from asserting such claims against certain Protected Parties, including, to but not limited to (a) the Debtors and their current and former officers, directors, employees, shareholders and secured creditors, (b) The Travelers Indemnity Company, Inc., St. Paul Fire and Marine Insurance Company and Harleysville Lake States Insurance Company, Harleysville Group, Inc., and each of their respective past, present and future shareholders, parent corporations, companies or partnerships, subsidiaries, affiliates, divisions, associated, merged or acquired companies or operations and their respective predecessors, successors and assigns, (c) the Consolidated Debtor, (d) the BOC Trust, (e) the Cedar Park Purchaser, (f) PSF, (g) Mesbic and (h) the Official Committee of Unsecured Creditors. The complete provisions of the Channeling Injunction (and defined terms therein) are set forth in detail in Article V and Exhibit 1 to the Plan. You should review the Plan and the accompanying Disclosure Statement (the "Disclosure Statement") with respect to the Claims being released and enjoined against the Protected Parties before you vote.

TO HAVE YOUR VOTE COUNT, YOU MUST TIMELY COMPLETE AND RETURN THIS BALLOT. IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT IT WILL BE BINDING ON YOU WHETHER OR NOT YOU VOTE.

The undersigned, holding a claim or interest in the Class designated below:

*[Check only one box]*

- Classes 7A-C (Direct Trust Claim Automatic Payment Option)
- Classes 8A-C (Indirect Trust Claims Trust Distribution Only)
- Classes 9A-C (Direct and Indirect Trust Claims  
– TDP Determination Process)

by this Ballot, hereby:

*[Check only one box]*

Accepts

Rejects

the Joint Plan of Liquidation of the above-named Debtors.

Dated: \_\_\_\_\_

Print or type name: \_\_\_\_\_

Signed: \_\_\_\_\_

*[If appropriate]* By: \_\_\_\_\_

as: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

The original of this completed ballot form must be delivered by First Class Mail, overnight delivery or hand delivery to: (A) if by First Class Mail – BMC Group, Inc., Attn: Perpetua Claims & Ballot Processing, P.O. Box 3020, Chanhassen, MN 55317 (B) if by Overnight or Hand Delivery, BMC Group Inc., Attn: Perpetua Claims & Balloting Processing, 18750 Lake Drive East, Chanhassen, MN 55317, so that it is actually received on or before \_\_\_\_\_, 2011.

Please also note that: **If a ballot is received after the voting deadline, it will not be counted. Ballots submitted by facsimile or email will not be accepted. Unsigned ballots will not be counted. Any executed ballot that does not indicate either an acceptance or rejection of the Plan or that indicates both an acceptance and a rejection of the Plan will not be counted. If you cast more than one ballot voting the same claim prior to the voting deadline, the last ballot received before the voting deadline will supersede any prior ballots.**

UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re: ) Chapter 11 Cases  
)  
PERPETUA-BURR OAK HOLDINGS OF ) Case No. 09-34022  
ILLINOIS, L.L.C., et al., ) (Jointly Administered)  
)  
Debtors. ) Hon. Pamela S. Hollis

**CLASS 10A, 10B AND 10C AND CLASS 11A, 11B AND 11C BALLOT  
(INSIDER AND NON-INSIDER INDEMNIFICATION CLAIMS)  
FOR ACCEPTING OR REJECTING DEBTORS'  
SECOND AMENDED JOINT PLAN OF LIQUIDATION**

This ballot relates to the Second Amended Joint Plan of Liquidation (the "Plan") of Perpetua, Inc., Perpetua Holdings of Illinois, Inc. and Perpetua-Burr Oak Holdings of Illinois, Inc. (collectively, the "Debtors") filed by the Debtors on March \_\_, 2011. YOU MUST HOLD A CLASS 10 NON-INSIDER INDEMNIFICATION CLAIM OR A CLASS 11 INSIDER INDEMNIFICATION CLAIM TO USE THIS BALLOT.

Please note that the Plan in Article V provides for the implementation of a Channeling Injunction. Pursuant to the Channeling Injunction, Holders of Claims against the Debtors arising from or in any way related to activities at the Burr Oak Cemetery prior the Effective Date shall be forever barred from asserting such claims against certain Protected Parties, including, to but not limited to (a) the Debtors and their current and former officers, directors, employees, shareholders and secured creditors, (b) The Travelers Indemnity Company, Inc., St. Paul Fire and Marine Insurance Company and Harleysville Lake States Insurance Company, Harleysville Group, Inc., and each of their respective past, present and future shareholders, parent corporations, companies or partnerships, subsidiaries, affiliates, divisions, associated, merged or acquired companies or operations and their respective predecessors, successors and assigns, (c) the Consolidated Debtor, (d) the BOC Trust, (e) the Cedar Park Purchaser, (f) PSF, (g) Mesbic and (h) the Official Committee of Unsecured Creditors. The complete provisions of the Channeling Injunction (and defined terms therein) are set forth in detail in Article V and Exhibit 1 to the Plan. You should review the Plan and the accompanying Disclosure Statement (the "Disclosure Statement") with respect to the Claims being released and enjoined against the Protected Parties before you vote.

TO HAVE YOUR VOTE COUNT, YOU MUST TIMELY COMPLETE AND RETURN THIS BALLOT. IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT IT WILL BE BINDING ON YOU WHETHER OR NOT YOU VOTE.

The undersigned, holding a claim or interest in the Class designated below:

*[Check only one box]*

- Classes 10A-C (Non-Insider Indemnification Claim)
- Classes 11A-C (Insider Indemnification Claim)

in the unpaid amount of \$ \_\_\_\_\_ (the "Claim"), by this Ballot, hereby:

*[Check only one box]*

Accepts

Rejects

the Joint Plan of Liquidation of the above-named Debtors.

Dated: \_\_\_\_\_

Print or type name: \_\_\_\_\_

Signed: \_\_\_\_\_

*[If appropriate]* By: \_\_\_\_\_

as: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

The original of this completed ballot form must be delivered by First Class Mail, overnight delivery or hand delivery to: (A) if by First Class Mail – BMC Group, Inc., Attn: Perpetua Claims & Ballot Processing, P.O. Box 3020, Chanhassen, MN 55317 (B) if by Overnight or Hand Delivery, BMC Group Inc., Attn: Perpetua Claims & Balloting Processing, 18750 Lake Drive East, Chanhassen, MN 55317, so that it is actually received on or before \_\_\_\_\_, 2011.

Please also note that: **If a ballot is received after the voting deadline, it will not be counted. Ballots submitted by facsimile or email will not be accepted. Unsigned ballots will not be counted. Any executed ballot that does not indicate either an acceptance or rejection of the Plan or that indicates both an acceptance and a rejection of the Plan will not be counted. If you cast more than one ballot voting the same claim prior to the voting deadline, the last ballot received before the voting deadline will supersede any prior ballots.**

# Exhibit B

UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

IN RE: ) Chapter 11 Cases  
)  
PERPETUA-BURR OAK HOLDINGS OF ) Case No. 09-34022  
ILLINOIS, L.L.C., *et al.* ) Jointly Administered  
)  
Debtors. ) Hon. Pamela S. Hollis  
)  
) Hearing Date: \_\_\_\_\_, 2011  
) Hearing Time: \_\_\_\_\_ a.m.

**NOTICE OF (I) HEARING ON CONFIRMATION OF PLAN,  
(II) DEADLINE FOR FILING OBJECTIONS AND SUBMITTING BALLOTS AND (III)  
PROPOSED IMPLEMENTATION OF CHANNLEING INJUNCTION**

**To: All Creditors and Parties-In-Interest**

**PLEASE TAKE NOTICE** that the United States Bankruptcy Court for the Northern District of Illinois (the "Bankruptcy Court"), in the cases of Perpetua-Burr Oak Holdings of Illinois, LLC, Perpetua, Inc. and Perpetua Holdings of Illinois, Inc. (collectively, the "Debtors") has set \_\_\_\_\_ at \_\_\_\_\_ for a hearing on the confirmation of the Debtors' Joint Plan of Liquidation (as may be amended, the "Plan") and any objections thereto (the "Confirmation Hearing"). The Confirmation Hearing may be continued from time to time as stated in open Court without further notice.

**PLEASE TAKE FURTHER NOTICE** that Plan provides in Article V for the implementation of a Channeling Injunction. Pursuant to the Channeling Injunction, Holders of Claims against the Debtors arising from or in any way related to activities at the Burr Oak Cemetery prior to the Effective Date shall be forever barred from asserting such claims against certain Protected Parties, including, but not limited to, (a) the Debtors and their current and former officers, employees, directors, shareholders and secured creditors, (b) The Travelers Indemnity Company, Inc., St. Paul Fire and Marine Insurance Company and Harleysville Lake States Insurance Company, Harleysville Group, Inc., and each of their respective past, present and future shareholders, parent corporations, companies or partnerships, subsidiaries, affiliates, divisions, associated, merged or acquired companies or operations and their respective predecessors, successors and assigns, (c) the Consolidated Debtor, (d) the BOC Trust, (e) the Cedar Park Purchaser, (f) PSF, (g) Mesbic and the (h) the Official Committee of Unsecured Creditors. The complete provisions of the Channeling Injunction (and defined terms above and therein) are set forth in detail at Article V and Exhibit 1 of the Plan, complete copies of which may be obtained by contacting the BMC Toll Free Call Center Number (888) 909-1000 or going to [www.bmcgroup.com/perpetua](http://www.bmcgroup.com/perpetua).

**PLEASE TAKE FURTHER NOTICE** that the Plan provides for the substantive consolidation of the Debtors' bankruptcy estates as set forth in detail at Section 10.3 of the Plan.

**PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court has also fixed the following dates and deadlines with regard to the Plan and Confirmation Hearing:



**April \_\_, 2011** (the "Objection Deadline") is the last day by which objections to Confirmation of the Plan ("Objection") may be filed. For an Objection to be considered by the Court, it must (a) be timely filed, (b) be in writing, (c) comply with the Bankruptcy Rules and the Local Rules, (d) set forth the name of the objector, and the nature and amount of any claim asserted by the objector against or in the Debtors, the bankruptcy estates or their property, and (e) state with particularity the legal and factual bases for the objection, including suggested language to be added or existing language to be amended or deleted. Objections must be timely filed with the Clerk of the United States Bankruptcy Court electronically by ECF if you are represented by counsel in these Cases, or if you are not represented by counsel in these Cases by delivery to 219 South Dearborn, Room 710, Chicago, Illinois 60604, with a copy served concurrently upon counsel of record for the Debtors, Official Committee of Unsecured Creditors, the Insurers, the United States Trustee, the Attorney General of the State of Illinois and the State Attorney for Cook County Illinois.

**April \_\_, 2011** (the "Voting Deadline") is the last day by which Ballot voting to accept or reject the Plan ("Objection") may be submitting to the Voting Agent identified below. For a Ballot to be counted it must be (a) timely received by the Voting Agent, (b) fully completed with an original signature from claimant (or, if not claimant, a party with a power of attorney that accompanies the ballot), (c) vote to accept or reject the Plan, and (d) unless on account of a Holder of Class 7, 8, 9, 10 and 11 Claims, identifies to which Debtor the ballot pertains. Ballots must be timely submitted, if being delivered by First Class Mail, postage prepaid, to: BMC Group, Inc. Attn: Perpetua Claims & Ballots Processing, PO Box 3020, Chanhassen, MN 55317-3020. Ballots delivered by overnight courier must be sent to: BMC Group, Inc., Attn: Perpetua Claims & Ballots Processing, 18750 Lake Drive East, Chanhassen, MN 55317.

Any ballot that is (a) received after the Voting Deadline (unless the Debtors granted an extension in writing of the Voting Deadline with respect to such ballot), (b) is illegible or contains insufficient information to permit the identification of the claimant, (c) cast in a manner that neither indicates an acceptance nor rejection of the Plan or that indicates both an acceptance and rejection of the Plan, (d) not signed by Claimant or on behalf of Claimant with an attached power of attorney, (e) in any form of ballot other than the official form included in the Solicitation Package or a copy thereof, (f) a copy without an original signature, (g) sent by facsimile transmission, (h) cast by a person or entity that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan and/or (i) cast for a claim identified as unliquidated, contingent, or disputed and for which no Rule 3018(a) Motion has been filed by the Rule 3018(a) Motion Deadline, shall not be counted.

Creditors with questions regarding this Plan should contact Counsel to the Official Committee of Unsecured Creditors, Daniel A. Zazove and Katherine Stetsko, Perkins Coie, 131 S. Dearborn St., Suite 1700, Chicago, Illinois, 60603 (312) 324-8400.

Dated: \_\_\_\_\_, 2011

Perpetua, Inc., Perpetua Holdings of  
Illinois, Inc. and Perpetua-Burr Oak  
Holdings of Illinois, LLC

By: /s/ Brian L. Shaw  
One of its attorneys

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