

REC'D JAN 24 2006

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)	Chapter 11
)	
WOMEN FIRST HEALTHCARE, INC ,)	Case No 04-11278 (MFW)
)	
Debtor)	Reference Docket No 717, 905
)	

ORDER APPROVING STIPULATION RESOLVING REQUEST AND APPLICATION OF LEXINGTON INSURANCE COMPANY, NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA, COMMERCE AND INDUSTRY COMPANY, AND CERTAIN OTHER AFFILIATES OF AMERICAN INTERNATIONAL GROUP, INC FOR PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM AND AGREEMENT OF WITHDRAWAL AND DISALLOWANCE OF PRE-PETITION CLAIM NO. 143

AND NOW, this 18th day of January, 2006, having considered the *Amended*

Certification of Trustee Regarding Docket No 717 and Proof of Claim No 143, and it appearing that good cause exists for approving the *Stipulation Resolving Request and Application of Lexington Insurance Company National Union Fire Insurance Company of Pittsburgh, Pa, Commerce and Industry Company, and Certain Other Affiliates of American International Group Inc for Payment of Administrative Expense Claim and Agreement of Withdrawal and Disallowance of Pre-Petition Claim No 143* (the "Stipulation"), it is hereby

ORDERED that the Stipulation, attached hereto, is approved in its entirety

Mary F Walrath

THE HONORABLE MARY F WALRATH
Chief United States Bankruptcy Judge



filed
1/19/2006
Docket No 913

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

In re)	Chapter 11
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WOMEN FIRST HEALTHCARE, INC ,)	Case No 04-11278 (MFW)
)	
Debtor)	Reference Docket No 717
_____)	

**STIPULATION RESOLVING REQUEST AND APPLICATION OF LEXINGTON
INSURANCE COMPANY, NATIONAL UNION FIRE INSURANCE COMPANY OF
PITTSBURGH, PA, COMMERCE AND INDUSTRY COMPANY, AND CERTAIN
OTHER AFFILIATES OF AMERICAN INTERNATIONAL GROUP, INC FOR
PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM AND AGREEMENT OF
WITHDRAWAL AND DISALLOWANCE OF PRE-PETITION CLAIM NO 143**

WHEREAS, on April 29, 2004 (the "Petition Date"), Women First Healthcare, Inc (the "Debtor") filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code, 11 U S C §§ 101 *et seq* (the "Bankruptcy Code"), and

WHEREAS, on May 3, 2004, this Court entered an order appointing Bankruptcy Management Corporation ("BMC") as claims and noticing agent in this case BMC is authorized to maintain (I) all proofs of claim filed against the Debtor and (ii) an official claims register by docketing all proofs of claim in a claims database containing, *inter alia*, information regarding the name and address of each claimant, the date the proof of claim was received by BMC, the claim number assigned to the proof of claim, and the asserted amount and classification of the claim and

WHEREAS, on June 25, 2004, this Court entered an order (the "Bar Date Order") establishing August 31, 2004 at 4 00 p m (EST) (the "Bar Date") as the final date and time for filing general, non-governmental proofs of claim against the Debtor's estate on account of claims

ansing, or deemed to have arisen pursuant to Section 501(d) of the Code, prior to the Petition Date and approving the form and manner of notice of the Bar Date, and

WHEREAS, on December 21, 2004, the Debtor filed the Debtor's First Amended Chapter 11 Plan of Liquidation Dated as of December 21, 2004 (the "Plan"), and

WHEREAS, on December 28, 2004, this Court entered the Order Confirming Debtor's First Amended Chapter 11 Plan of Liquidation (the "Confirmation Order") which included an administrative bar date, and

WHEREAS, on January 18, 2005 (the "Effective Date"), all Conditions to Effective Date as set forth in Section 11.3 of the Plan were either satisfied or waived by the Debtor in writing pursuant to Section 11.4 of the Plan, including the execution of the Liquidating Trust Agreement (the "Trust Agreement") whereby the Trust was created, and

WHEREAS, on January 20, 2005, Stephen W. Spence, Esquire, was appointed as the Liquidating Trustee (the "Trustee") of the Trust. The Trustee is authorized pursuant to the Trust Agreement to "object to, compromise, settle or otherwise resolve" claims filed against the (former) Debtor's estate. See Trust Agreement at § 2.1, and

WHEREAS, on August 30, 2004, Commerce and Industry Insurance Company, Lexington Insurance Company, National Union Fire Insurance Company of Pittsburgh, PA and certain other entities related to American International Group, Inc. (collectively, the "AIG Entities") timely filed a pre-petition claim with the Debtor's Claims Agent for an unliquidated amount which was given claim number 143 ("Claim No. 143"), and

WHEREAS, on February 16, 2005, the AIG Entities filed the *Request and Application of Lexington Insurance Company, National Union Fire Insurance Company of Pittsburgh, PA Commerce and Industry Company, and Certain Other Affiliates of American International*

Group, Inc for Payment of Administrative Expense Claim (the "Motion") [Docket No 717] requesting payment of \$3,169 in administrative expenses associated with the Debtor's Workers Compensation insurance policy; and

WHEREAS, the AIG Entities have incurred another \$1,544 in administrative costs associated with the Debtor's Workers Compensation insurance policy; and

WHEREAS, the Trust and the AIG Entities are desirous of resolving both the Motion and Claim No 143, and


WHEREAS, it is in the best interest of both parties to resolve these matters,

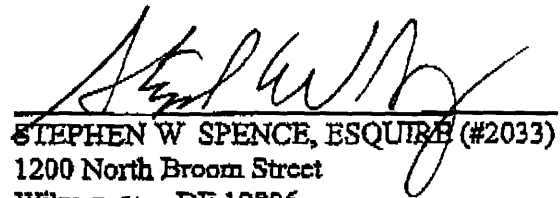
IT IS HEREBY STIPULATED AND AGREED THAT:

- 1 Claim No 143 is hereby deemed withdrawn and disallowed.
- 2 The AIG Entities are hereby allowed an administrative claim in the total amount of \$4,713
3. The AIG Entities shall not assert any other claims against the Debtor, its Estate or the Women First Healthcare Liquidating Trust

Dated 1/10/06

AMERICAN INTERNATIONAL GROUP, INC. PHILLIPS, GOLDMAN & SPENCE, P A.


MICHELLE A. LEVITT, ESQUIRE
AIG Law Department Bankruptcy Unit
70 Pine Street, 1st Floor
New York, NY 10270
(212) 770-7075


STEPHEN W SPENCE, ESQUIRE (#2033)
1200 North Broom Street
Wilmington, DE 19806
(302) 655-4200
(302) 655-4210
Liquidating Trustee

James Bartlett

From MJ John
Sent Monday, January 23, 2006 6 03 PM
To James Bartlett
Subject Women First

Attachments 913 pdf, 913-1 pdf

Filed 1/19/06
Docket No 913

James,

Please have the attached Order and Stipulation imaged and docketed as an Admin claim in the amount of \$4,713 in the name of

American International Group, Inc
ATTN Michael A Levitt, Esq
AIG Law Department Bankruptcy Unit
70 Pine Street, 1st Floor
New York, NY 10270
(212) 770-7075

Thanks very much

-----Original Message-----

From Celeste Hartman [mailto:CAH@pgslaw.com]
Sent Sunday, January 22, 2006 9 08 AM
To MJ John
Subject Women First

Attached is the stipulation and order resolving the AIG claims Please correct the report as needed

Thanks

Celeste

Celeste A Hartman, Senior Paralegal
Phillips, Goldman & Spence, P A
1200 North Broom Street
Wilmington, DE 19806
(302) 655-4200
(302) 655-4210 fax



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913-1 pdf (81 KB)

cah@pgslaw.com