

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

CD LIQUIDATION CO., LLC, f/k/a
CYNERGY DATA, LLC, et al.

Debtors.

Chapter 11

Case No. 09-13038(KG)

(Jointly Administered)

Re: Docket Nos. 13, 204, 207, and 238

ORDER APPROVING THE SCHEDULING STIPULATION GOVERNING (1) THE OBJECTION OF THE TERM B PARTIES AND SECOND LIEN PARTIES TO DEBTORS' NOTICE OF INTENT TO ASSUME AND ASSIGN CERTAIN UNEXPIRED LEASES AND EXECUTORY CONTRACTS AND SETTING CURE AMOUNTS, (2) THE OBJECTION BY MONERIS SOLUTIONS, INC. TO THE PROPOSED ASSUMPTION AND ASSIGNMENT OF ASSUMED CONTRACTS AND PROPOSED CURE AMOUNTS AND (3) RESPONSE OF CYNERGY HOLDINGS LLC TO (I) OBJECTION OF TERM B PARTIES AND SECOND LIEN PARTIES TO DEBTORS' NOTICE OF INTENT TO ASSUME AND ASSIGN CERTAIN UNEXPIRED LEASES AND EXECUTORY CONTRACTS AND SETTING CURE AMOUNTS AND (II) DEBTORS' MOTION FOR AN ORDER PURSUANT TO SECTIONS 105, 363, 365, 503 AND 507 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 2002, 6004, 6006, 9007 AND 9014, AMONG OTHER THINGS, (A) APPROVING THE SALE OF THE ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS AND ENCUMBRANCES; (B) APPROVING PROCEDURES FOR ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES; AND (C) GRANTING RELATED RELIEF AS REQUESTED

IT IS HEREBY ORDERED that:

1. *The Scheduling Stipulation Governing (1) The Objection of Term B Parties and Second Lien Parties to Debtors' Notice of Intent to Assume and Assign Certain Unexpired Leases and Executory Contracts and Setting Cure Amounts, (2) Objection By Moneris Solutions, Inc. to the Proposed Assumption and Assignment of Assumed Contracts and Proposed Cure Amounts and (3) Response of Cynergy Holdings LLC to (1) Objection of Term B Parties and Second Lien Parties to Debtors' Notice of Intent to Assume and Assign Certain Unexpired*

Leases and Executory Contracts and Setting Cure Amounts and (II) Debtors' Motion for an Order Pursuant to Sections 105, 363, 365, 503 and 507 of the Bankruptcy Code and Bankruptcy Rules 2002, 6004, 6006, 9007 and 9014, Among Other Things, (A) Approving Sale of the Assets Free and Clear of All Liens, Claims and Encumbrances; (B) Approving Procedures for Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Granting Related Relief as Requested (the "Stipulation"), which is attached hereto as Exhibit 1, is approved.

2. All parties to the Stipulation must comply therewith.

3. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: December 2, 2009



The Honorable Kevin Gross
United States Bankruptcy Court Judge

Exhibit 1

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

CD LIQUIDATION CO., LLC, f/k/a
CYNERGY DATA, LLC, et al.

Debtors.

Chapter 11

Case No. 09-13038(KG)

(Jointly Administered)

SCHEDULING STIPULATION GOVERNING (1) THE OBJECTION OF THE TERM B PARTIES AND SECOND LIEN PARTIES TO DEBTORS' NOTICE OF INTENT TO ASSUME AND ASSIGN CERTAIN UNEXPIRED LEASES AND EXECUTORY CONTRACTS AND SETTING CURE AMOUNTS, (2) THE OBJECTION BY MONERIS SOLUTIONS, INC. TO THE PROPOSED ASSUMPTION AND ASSIGNMENT OF ASSUMED CONTRACTS AND PROPOSED CURE AMOUNTS AND (3) RESPONSE OF CYNERGY HOLDINGS LLC TO (I) OBJECTION OF TERM B PARTIES AND SECOND LIEN PARTIES TO DEBTORS' NOTICE OF INTENT TO ASSUME AND ASSIGN CERTAIN UNEXPIRED LEASES AND EXECUTORY CONTRACTS AND SETTING CURE AMOUNTS AND (II) DEBTORS' MOTION FOR AN ORDER PURSUANT TO SECTIONS 105, 363, 365, 503 AND 507 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 2002, 6004, 6006, 9007 AND 9014, AMONG OTHER THINGS, (A) APPROVING THE SALE OF THE ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS AND ENCUMBRANCES; (B) APPROVING PROCEDURES FOR ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES; AND (C) GRANTING RELATED RELIEF AS REQUESTED

IT IS HEREBY STIPULATED AND AGREED, this 1st day of December 2009, that the following schedule shall govern the *Objection of the Term B Parties and Second Lien Parties to Debtors' Notice of Intent to Assume and Assign Certain Unexpired Leases and Executory Contracts and Setting Cure Amounts*, the *Objection by Moneris Solutions, Inc. to the Proposed Assumption and Assignment of Assumed Contracts and Proposed Cure Amounts* and the *Response of Cynergy Holdings LLC to (i) Objection of Term B Parties and Second Lien Parties to Debtors' Notice of Intent to Assume and Assign Certain Unexpired Leases and Executory Contracts and Setting Cure Amounts; and (ii) Debtors' Motion For An Order*

Pursuant To Sections 105, 363, 365, 503 and 507 of The Bankruptcy Code and Bankruptcy Rules 2002, 6004, 6006, 9007 and 9014, Among Other Things, (A) Approving the Sale of the Assets Free and Clear of All Liens, Claims and Encumbrances; (B) Approving Procedures For Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Granting Related Relief As Requested Herein (the "Objections"), unless modified by further Order of the Court.

1. Debtors shall, in good faith, subject to and without waiver of Debtors' objections to the document requests, commence a rolling production of all documents in response to the "Schedule of Documents to Be Produced by Debtors," and "Schedule of Additional Documents to Be Produced by Debtors" by no later than Friday, December 4, 2009 and such production shall be completed by no later than Tuesday, December 8, 2009.

2. Subject to and without waiver of Harris's objections to the document requests, all documents in response to "Schedule of Documents to Be Produced by Harris, N.A.," and "Schedule of Documents to Be Produced by Moneris Solutions, Inc.," shall be produced by no later than Tuesday, December 8, 2009.

3. The parties shall exchange a list of witnesses who may be called to testify not later than Friday, December 11, 2009.


4. The parties shall exchange a list of all exhibits the parties intend to offer in evidence not later than Wednesday, December 30, 2009.

5. The parties reserve the right to submit pre-trial memoranda. The parties shall submit pre-trial memoranda, if any, by Tuesday, January 5, 2010.

6. A hearing on the Objections (the "Hearing") shall be held on January 7-8, 2010 at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 3, Wilmington, DE 19801, beginning at 9:30 a.m.

Dated: December 1, 2009
Wilmington, Delaware

PACHULSKI STANG ZIEHL &
JONES LLP


Laura Davis Jones (No. 2436)
Timothy P. Cairns (No. 4228)
Mark M. Billion (No. 5263)
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, DE 19899-8705 (Courier 19801)
Telephone: (302) 652-4100
Facsimile: (302) 652-4400

-and-

Scott K. Rutsky
Michael T. Mervis (*pro hac vice*)
Jessica C. Mastrogiovanni (*pro hac vice*)
Proskauer Rose LLP
1585 Broadway
New York, NY 10036
Telephone: (212) 969-3000
Facsimile: (212) 969-2900

-and-

Peter J. Antoszyk
Proskauer Rose LLP
One International Place
Boston, MA 02100-2600
Telephone: (617) 526-9600
Facsimile: (617) 526-9899

*Attorneys for Garrison Credit Investments I
LLC and Garrison Credit Opportunities
Holdings L.P.*

LANDIS RATH & COBB LLP

/s/ William E. Chipman, Jr.
Adam G. Landis (No. 3407)
William E. Chipman, Jr. (No. 3818)
919 Market Street, Suite 1800
Wilmington, DE 19801
Telephone: (302) 467-4400
Facsimile: (302) 467-4450

-and-

Gregory A. Bray
Milbank, Tweed, Hadley & McCloy LLP
601 South Figueroa Street, 30th Floor
Los Angeles, CA 90017
Telephone: (213) 892-4000
Facsimile: (213) 629-5063

-and-

Michael L. Hirschfeld
Lena Mandel
Robert C. Hora
Milbank, Tweed, Hadley & McCloy LLP
1 Chase Manhattan Plaza
New York, NY 10005
Telephone: (212) 530-5000
Facsimile: (212) 530-5219

Attorneys for Dymas Funding Company LLC

PEPPER HAMILTON LLP

/s/ Evelyn J. Meltzer

David B. Stratton (DE No. 960)
Evelyn J. Meltzer (DE No. 4581)
John H. Schanne, II (DE No. 5260)
Hercules Plaza, Suite 5100
1313 Market Street
P.O. Box 1709
Wilmington, DE 19899-1709
Telephone: (302) 777-6500
Facsimile: (302) 421-8390

-and-

NIXON PEABODY LLP

Robert Christmas
437 Madison Avenue
New York, New York 10022
Telephone: (212) 940-3000
Facsimile: (212) 940-3111

*Counsel for the Debtors
and Debtors in Possession*

* Messana Rosner & Stern LLP

By:

/s/ Frederick Rosner

Frederick Rosner
1000 N. West Street, Suite 1200
Wilmington, DE 19801
(302) 777-1111 (Main)
(302) 295-5040 (Direct)

-and-

DRINKER BIDDLE & REATH LLP

/s/ David P. Primack

David P. Primack (DE 4449)
1100 N. Market Street, Suite 1000
Wilmington, DE 19801
Telephone: (302) 467-4200
Facsimile: (302) 467-4201

-and-

William F. Gray, Jr.
Alison D. Bauer
TORYS LLP
237 Park Avenue
New York, New York 10017
Telephone: (212) 880-6000
Facsimile: (212) 682-0200

*Counsel for Moneris Solutions, Inc., in its
capacity and as agent for Harris N.A.*

¹ The Term B Parties hereby reserve their right to object to Cynergy Holdings, LLC's standing to participate in this contested matter.

AKERMAN SENTERFITT LLP

Susan F. Balaschak

335 Madison Avenue

New York, NY 10017

Telephone: (212) 880-3800

Fax: (212) 880.8965

Michael Marsh

One Southeast Third Ave.

Miami, Florida 33131

Telephone: (305) 374.5600

Fax: (305)374.5095

Attorneys for Cynergy Holdings, LLC¹