

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:) Chapter 11
)
) Case No. 09-10545 (KJC)
Forward Foods LLC,)
Debtor.) Re: Docket Nos. 281, 294
)
)

**ORDER CONFIRMING PLAN OF REORGANIZATION UNDER CHAPTER 11 OF
THE BANKRUPTCY CODE PROPOSED BY THE DEBTOR
DATED OCTOBER 30, 2009**

This matter came on for hearing on December 23, 2009 (the "Confirmation Hearing") to consider confirmation of the *Plan Of Reorganization Under Chapter 11 Of The Bankruptcy Code Proposed By The Debtor Dated October 30, 2009* [Docket No. 281] and subsequent amendment to the *Plan Of Reorganization Under Chapter 11 Of The Bankruptcy Code Proposed By The Debtor Dated October 30, 2009* [Docket No. 294] (as amended, the "Plan") filed by Forward Foods LLC ("Debtor"), debtor and debtor-in-possession in the above-captioned chapter 11 case.

Debtor having:

- filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§101-1532 (the "Bankruptcy Code") on February 17, 2009 (the "Petition Date");
- continued to operate and manage its business, as a debtor-in-possession, pursuant to sections 1107 and 1108 of the Bankruptcy Code;
- filed the Plan and *The Disclosure Statement For The Plan Of Reorganization Dated October 30, 2009* [Docket No. 281] on October 29, 2009 in accordance with section 1125 of Title 11 of the United States Code, as amended (the "Bankruptcy Code") and Bankruptcy Rule 3016, and subsequently amended and filed *The Disclosure Statement For The Plan Of Reorganization Dated October 30, 2009* [Docket No. 294] (as amended, the "Disclosure Statement") and the Plan on November 23, 2009;
- filed on December 14, 2009, the *Affidavit Of Nancy Huber In Support Of Confirmation Of The Plan* [Docket No. 307] (the "Huber Affidavit"); and

- filed on December 14, 2009, the *Affidavit Of John Patrick Muldoon In Support Of Confirmation Of The Plan* [Docket No. 308] (the “Muldoon Affidavit,” together with the Huber Affidavit, the “Confirmation Hearing Affidavits”).

This Court having:

- set December 23, 2009 at 11:00 a.m. Eastern Standard Time as the date and time of the Confirmation Hearing pursuant to Bankruptcy Rules 3017 and 3018 and sections 1126, 1128 and 1129 of the Bankruptcy Code; and
- considered the Plan, the Disclosure Statement, the Confirmation Affidavits, the Plan Voting Tabulation, the statements and representations of counsel, the evidence presented, the pleadings, the record in this case, and being otherwise fully advised, makes the following findings of fact and conclusions of law for purposes of Bankruptcy Rules 7052 and 9014:

I.

FINDINGS OF FACT AND CONCLUSIONS OF LAW

IT IS HEREBY DETERMINED, FOUND, ADJUDGED, DECREED AND ORDERED THAT:

Jurisdiction and Venue

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334 and 157(a). This is a “core” proceeding pursuant to 28 U.S.C. §157(b)(2)(A), (L), and (M).
2. This Court has exclusive jurisdiction to determine whether the Plan complies with the applicable provisions of the Bankruptcy Code and should be confirmed.
3. Since the Petition Date, the Debtor has operated its business and managed its properties as a debtor-in-possession pursuant to section 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this Case.
4. The Court takes judicial notice of the docket of this Case maintained by the clerk of this Court and/or its duly appointed agent, including, without limitation, all pleadings and other documents on file, all orders entered, and the transcripts of, and all evidence and arguments made, proffered or adduced at, the hearings held before this Court during the pendency of this

Case. This Court also finds that the Plan is dated and identifies the Plan's proponents, thereby satisfying Bankruptcy Rule 3016.

Burden of Proof

5. The Debtor, as the Plan Proponent, has met its burden of proving the elements of sections 1129(a) and 1129(b) of the Bankruptcy Code by a preponderance of the evidence, which is the applicable evidentiary standard in this Court. This Court also finds that the Debtor has satisfied the elements of sections 1129(a) and 1129(b) of the Bankruptcy Code by clear and convincing evidence.

Solicitation Procedures Authorization

6. After notice and a hearing conducted on November 24, 2009, the Court entered an order on November 24, 2009 (the "Disclosure Order") (i) approving the Disclosure Statement as containing "adequate information" (as defined in section 1125 of the Bankruptcy Code), (ii) approving the form of Ballots, voting deadline and solicitation procedures; and (iii) approving the form and manner of notices to Claimholders [Docket No. 296]. The Disclosure Order further established December 18, 2009 at 5:00 p.m. as (i) the voting deadline for the submission of Ballots; and (ii) the last day for filing and serving written objections to confirmation of the Plan pursuant to Bankruptcy Rule 3020(b)(1). The Disclosure Order also authorized the Debtor to disseminate the Disclosure Statement (including exhibits), the Plan (including exhibits), the appropriate Ballot(s), any supplemental solicitation materials the Debtor may file with the Court, together with a pre-addressed return envelope pursuant to which Ballots may be returned to the Debtor's Balloting Agent (such materials, collectively, the "Solicitation Package").

7. The Disclosure Order further provided that pursuant to Bankruptcy Rule 3017(d), the Debtor was not required to provide the unimpaired creditors in Classes I, II, IV and V under the Plan with the Solicitation Package. Instead, these creditors received a Confirmation Hearing Notice and a notice that (i) such creditors are designated in the Plan as unimpaired, and (ii) they could obtain the Disclosure Statement and the Plan from counsel for the Debtor.

8. The Disclosure Order further provided that the impaired Interestholders in Class VII were to receive the Solicitation Package without a Ballot.

9. As reflected in the Service Affidavit, the Debtor complied with this Court's Disclosure Order, as to adequate service of the Disclosure Statement, Ballots, solicitation procedures and Confirmation Hearing Notice¹.

Balloting Report

10. The Balloting Agent's Report of Tabulation of Acceptances and Rejections of the Plan filed December 22, 2009 [Docket No. 321] (the "Plan Voting Tabulation") reports that: (1) Class III – Emigrant Secured Claim; and (2) Class VI – Unsecured Claims, accepted the Plan as determined in accordance with section 1126 of the Bankruptcy Code. The Plan Voting Tabulation demonstrates that the Class III and Class VI voting satisfies the applicable requirements of section 1126 of the Bankruptcy Code and Bankruptcy Rule 3018. Unless a Class VI Claimholder has delivered a written election to the Debtor or the Balloting Agent to reduce its Claim by 25% and receive 5% of such Claim on the Effective Date, such Claimholder shall receive a Class VI Note for 100% of the Allowed Class VI Claim.

¹ Ballots and Confirmation Hearing Notice are defined in the *Motion Of The Debtor For Entry Of An Order (i) Approving The Disclosure Statement For The Plan Of Reorganization Dated October 30, 2009; (ii) Approving Form Of Ballots, Voting Deadline And Solicitation Procedures; And (iii) Approving Form And Manner Of Notices* [Docket No. 282] ("Solicitation Procedures Motion"). All other capitalized terms not defined herein or the Solicitation Procedures Motion shall have the meanings ascribed to them in the Plan.

Compliance with the Requirements of Section 1129 of the Bankruptcy Code

Section 1129(a)(1) - Compliance of the Plan with the Applicable Provisions of the Bankruptcy Code

11. The Debtor has complied with all applicable provisions of Title 11 of the United States Code.

12. Pursuant to sections 1122(a) and 1123 of the Bankruptcy Code, Articles III and Article IV of the Plan designate the classes of Claims and Interests. As required by section 1122(a) of the Bankruptcy Code, each Class of Claims and Interests contains only Claims or Interests that are substantially similar to the other Claims or Interests within that particular Class. Valid reasons exist for separately classifying the various classes of Claims and Interests created under the Plan.

13. Pursuant to sections 1123(a)(2) and 1123(a)(3) of the Bankruptcy Code, Article V specifies that classes I, II, IV and V are unimpaired under the Plan. Article IV specifies the treatment of impaired classes III, VI and VII under the Plan. Thus, the Plan satisfies sections 1123(a)(2) and 1123(a)(3) of the Bankruptcy Code.

14. In accordance with section 1123(a)(4) of the Bankruptcy Code, Article IV of the Plan provides the same treatment for each Claim or Interest within a particular Class, unless the holder of a particular Claim or Interest has agreed to a less favorable treatment with respect to such Claim or Interest. The Plan satisfies section 1123(a)(4) of the Bankruptcy Code.

15. In accordance with section 1123(a)(5) of the Bankruptcy Code, the Plan, as reflected in the Confirmation Hearing Affidavits, provides adequate means for the Plan's implementation.

16. The other provisions of the Plan are appropriate and consistent with the applicable provisions of section 1123 of the Bankruptcy Code.

***Section 1129(a)(2) - Compliance with the Applicable Provisions
of the Bankruptcy Code***

17. The Debtor has complied with all applicable provisions of Title 11 of the United States Code, including without limitation, section 1125 and 1126 of the Bankruptcy Code.

Section 1129(a)(3) - Proposal of Plan in Good Faith

18. The Debtor has proposed the Plan in good faith and not by any means forbidden by law, as required by section 1129(a)(3) of the Bankruptcy Code. In so determining, this Court has examined the totality of the circumstances surrounding the filing of the Case, the Plan itself, and the process leading to its formulation. The Case was filed, and the Plan was proposed, with the legitimate purpose of allowing the Debtor to reorganize and emerge from bankruptcy with a capital structure that will allow it to satisfy its obligations with sufficient liquidity and capital resources. Thus, the requirements of section 1129(a)(3) of the Bankruptcy Code have been satisfied.

Section 1129(a)(4) - Bankruptcy Court Approval of Certain Payments as Reasonable

19. In accordance with section 1129(a)(4) of the Bankruptcy Code, the Plan provides that any payment made or to be made under the Plan or in connection with the Case by the Debtor, or any Person acquiring property under the Plan or in connection with the Case, has been approved by, or is subject to the approval of, this Court.

***Section 1129(a)(5) - Disclosure of Identity of Proposed Management, Compensation of
Insiders***

20. As required by section 1129(a)(5) of the Bankruptcy Code, the Plan provides that John Patrick Muldoon-President and CEO; Nancy Huber-Chief Financial Officer; and Rick Shephard-Chief Operating Officer currently serve as the Debtor's Officers and will retain their respective positions as the reorganized Debtor's Officers. The Plan further discloses the

respective salaries and nature of the compensation of these Officers, who are deemed insiders pursuant to 11 U.S.C. § 101(31). The Plan further discloses that Ken Walters, Chris Staudt, Val Stalowir, David Eagle and John Patrick Muldoon will serve as the reorganized Debtor's Board of Directors.

Section 1129(a)(6) - Approval of Rate Changes

21. The Plan does not contemplate the need for any governmental regulatory "rate change." Therefore, section 1129(a)(6) does not apply to this Case.

Section 1129(a)(7) - Best Interests of Creditors and Interestholders

22. The Plan satisfies section 1129(a)(7) of the Bankruptcy Code. The Liquidation Analysis annexed to the Disclosure Statement, and the Huber Affidavit filed in connection with the Confirmation Hearing are persuasive and credible. The Liquidation Analysis, as supplemented by the Huber Affidavit, is reasonable.

23. With respect to each impaired Class, each holder of an Allowed Claim or Interest, as the case may be, in an impaired Class has accepted the Plan or will receive under the Plan on account of its respective Claim or Interest, as the case may be, property of a value, that is not less than the amount that each such Claimholder or Interestholder would have received if the Debtor liquidated on the Effective Date under chapter 7 of the Bankruptcy Code.

Section 1129(a)(8) - Acceptance of Plan/ Section 1129(b)(2)(c)

24. As set forth in Article V of the Plan, Classes I, II, IV and V are unimpaired under the Plan and are conclusively presumed to have accepted the Plan.

25. As reflected in the Plan Voting Tabulation, each impaired Class that was entitled to vote has voted to accept the Plan.

26. Because the Plan provides that the Class VII Interestholders shall have their Interests in the Debtor terminated as of the Confirmation Date, this impaired Class is deemed to have rejected the Plan. The Plan does not discriminate unfairly and is fair and equitable with respect to Class VII Interests because (i) these Interestholders would not receive any distribution in a liquidation of Debtor's assets, and (ii) section 1129(b)(2)(c) of the Bankruptcy Code is satisfied as no holder of an Interest junior to the Interests of the Class VII Interestholders will retain any property of the Debtor. Thus, pursuant to section 1129(b) of the Bankruptcy Code, the Plan is confirmed as to Class VII.

Section 1129(a)(9) - Treatment of Claims Entitled to Priority

27. In accordance with section 1129(a)(9) of the Bankruptcy Code, all fees payable under 28 U.S.C. § 1930 have been paid, and the Plan provides for the payment of all such fees incurred post-Confirmation. The Plan further provides that all allowed Administrative Claims have been paid in full or will be paid in full on the Effective Date.

Section 1129(a)(10) - Acceptance by At Least One Impaired Class

28. As set forth in the Plan Voting Tabulation, each impaired Class that was entitled to vote has voted to accept the Plan. Thus, section 1129(a)(10) of the Bankruptcy Code is satisfied.

Section 1129(a)(11) - Feasibility of the Plan

29. Based on the Confirmation Hearing Affidavits filed in connection with the Confirmation Hearing, the Plan is feasible and confirmation of the Plan will not lead to further financial reorganization or liquidation of the Debtor.

Section 1129(a)(12) - Payment of Bankruptcy Fees

30. All fees payable under 28 U.S.C. § 1930 have been paid, and the Plan provides for the payment of all such fees incurred post-Confirmation, thereby satisfying section 1129(a)(12) of the Bankruptcy Code.

Section 1129(a)(13) - Retiree Benefits

31. In accordance with section 1129(a)(13) of the Bankruptcy Code, all employee plan contributions have been paid and will continue to be paid.

Sections 1129(a)(14), (15) and (16)

32. The Debtor does not owe any domestic support obligations, is not an individual, and is not a non-profit corporation. Thus, sections 1129(a)(14), (15) and (16) of the Bankruptcy Code do not apply to this Case.

Based on the foregoing findings of fact and conclusions of law, and those made during the Confirmation Hearing, which are incorporated herein for all purposes,

IT IS HEREBY ORDERED THAT:

A. The Plan is hereby **CONFIRMED** and **APPROVED** in all respects pursuant to sections 1129(a) and 1129(b) of the Bankruptcy Code, as applicable.

B. The Debtor is authorized and directed to take or cause to be taken all actions that are necessary to carry the Plan into effect.

C. The Plan will be and is binding upon the Debtor, any entity acquiring property under the Plan, and any holder of a Claim against or Interest in the Debtor, regardless of whether a proof of Claim or request for payment of an Administrative Claim therefor was filed, whether the Claim is an Allowed Claim or whether the holder thereof voted to accept the Plan.

D. As of the Effective Date of the Plan, all Claims against, and debts of, the Debtor and its Estate, assets and property, of any nature whatsoever, that arose or are deemed to have arisen on or before the Effective Date, regardless of whether reduced to judgment, liquidated or unliquidated, contingent or non-contingent, asserted or unasserted, fixed or not, matured or unmatured, disputed or undisputed, legal or equitable, known or unknown, including, without limitation, (i) all interest, if any, on any such Claims or whether such interest accrued before or after the Petition Date and (ii) any liability of a kind specified in sections 502(g), 502(h) and 502(i) of the Bankruptcy Code, regardless of whether a proof of Claim is filed or deemed filed under sections 501 or 503 of the Bankruptcy Code, whether such Claim is allowed, or whether the holder of such Claim has accepted the Plan, will be treated in accordance with and governed by the terms and provisions of the Plan and this Confirmation Order.

E. As of the Effective Date, except as otherwise expressly provided in the Plan or this Confirmation Order and pursuant and subject to section 1141(a) of the Bankruptcy Code, the provisions of the Plan bind the Debtor, any entity acquiring property under the Plan and all entities that have held, currently hold or may hold a Claim or Interest, or other debt, liability or encumbrance against the Debtor, whether or not the Claims or Interests of such entity is impaired under the Plan and whether or not such entity has accepted the Plan.

F. Upon the Effective Date, the Debtor will be discharged from its debts arising before the Petition Date, and the Debtor's assets in the bankruptcy Estate shall be transferred to the reorganized Debtor free and clear of all Liens, Claims, encumbrances and interests, except as specifically provided in the Plan.

G. As of the Effective Date, except as otherwise provided in the Plan or this Confirmation Order and pursuant and subject to section 1141(a) of the Bankruptcy Code, the

provisions of the Plan bind the Debtor and all entities that have held, currently hold or may hold any Claims, Interests or debt that arose before the Effective Date or any date specified in sections 502(g), 502(h) or 502(i) of the Bankruptcy Code, whether or not (a) a proof of Claim or Interest or request for payment of an Administrative Claim based on such debt or Interest is filed or deemed filed under sections 501 or 503 of the Bankruptcy Code, (b) such Claim or Interest is allowed under section 502 or 503 of the Bankruptcy Code or is allowed by the Plan or (c) the holder of such Claim or Interest has accepted the Plan. All Liens, security interests and encumbrances in, on and to any property of the Estate will be treated as provided in the Plan.

H. Pursuant to section 1123(b)(3)(B) of the Bankruptcy Code, as of the Effective Date, the Debtor retains all Causes of Action, which Debtor now has or ever had against any Person or entity, and the Debtor shall have the full power authority to enforce, settle, adjust, or assign any such Cause of Action as Debtor, in its sole and absolute discretion, deems appropriate. The failure or inability of Debtor to file actions prior to the Effective Date shall not be deemed, and shall not be construed, as a waiver, modification or termination of any of Debtor's substantive or procedural, legal or equitable rights or remedies arising from or related to such Causes of Action. Thus, no preclusion doctrine, including without limitation, the doctrines of res judicata, collateral estoppel, issue preclusion, claim preclusion, estoppel (judicial, equitable or otherwise) or laches shall apply to such Causes of Action upon or after consummation of the Plan. Neither Confirmation nor any provision of the Plan shall in any respect affect the liabilities of third parties to Debtor arising from or related to any such Cause of Action unless the Plan resolves such Causes of Action specifically.

I. As of the Effective Date, the Debtor shall waive all Chapter 5 Avoidance Actions, which Debtor has or ever had against any Person or entity.

J. As of the Effective Date, pursuant to the terms set forth in a settlement agreement reached between several entities, including Debtor and the Next Protein Parties, and approved via Final Order of the Bankruptcy Code dated March 18, 2009 [Docket No. 101], Debtor's continued authorization from the Next Protein Parties under that settlement agreement, including authorized use pursuant to a non-exclusive license shall terminate December 31, 2009. Notwithstanding the license termination, the Debtor's obligations under the settlement agreement with respect to (i) reimbursement of product recall claims; (ii) insurance coverage, and (iii) inventory reporting will continue for a period of time.

K. Upon the Effective Date, the Committee will be dissolved without the need for any further order of the Court, and each member of the Committee shall thereafter have no obligation whatsoever to the Estate or its creditors.

L. The Professionals retained by the Committee and the Debtor will be entitled to compensation and reimbursement of expenses for any services rendered after the Effective Date only in accordance with and subject to this Court's approval of any application for allowance of compensation and reimbursement of expenses pending on the Effective Date or filed after the Effective Date pursuant to the requirements of the Plan.

M. Following entry of this Confirmation Order, this Court will retain and have exclusive jurisdiction with respect to all matters of whatever nature arising under and/or in connection with the Plan, including for the following purposes:

1. To determine the classification, amounts and priority of any Claims against, or Interests in, the Debtor, and to reexamine any Claims which may have been allowed for purposes of voting, only. The failure by Debtor initially, to object to or examine any Claims or Interests should not be deemed to

be a waiver of Debtor's rights to object to or cause to be examined or reexamined any such Claim or Interest in whole or in part;

2. To determine applications for the rejection or assumption of executory contracts and/or unexpired leases pursuant to the provisions of the Plan, which are not determined prior to the Effective Date, and to determine allowances of Claims for damages with respect to the rejection of any such executory contracts or unexpired leases within such time as the Court may direct;

3. To oversee and issue further appropriate orders with respect to disbursement and investment of amounts deposited or required by the Plan in any matters, disputes or controversies related thereto or arising therefrom;

4. To conduct hearings on valuation, as necessary, and determine whether Debtor is entitled to recover against any Person, with regard to any Cause of Action, as that term is defined herein, whether arising out of any provisions of the Bankruptcy Code or otherwise; and to hear and determine pursuant to applicable provisions of Title 28 of the United States Code, any and all claims or causes of action against Debtor including, without limitation, adversary proceedings, contested matters, applications and motions;

5. To determine compensation and reimbursement of expenses for persons holding Administrative Claims, and to liquidate or estimate all disputed, contingent and unliquidated Claims or Interests;

6. To hear and determine matters concerning state, local and federal taxes in accordance with sections 346, 505 and 1146 of the Bankruptcy Code (including, without limitation, matters with respect to any taxes payable by a trust or reserve established in furtherance of the Plan);

7. To enforce the terms of the Plan and this Confirmation Order confirming the Plan;

8. To modify or determine modifications of the Plan under section 1127 of the Bankruptcy Code or to remedy any defect or omission or to reconcile any inconsistent provisions of the Plan or this Confirmation Order and for minor modifications to do so on notice to the parties set forth in Article IX of the Plan;

9. To make such orders as are necessary or appropriate to carry out the provisions of the Plan, including orders or injunctions necessary to establish and enforce the rights and powers of the Debtor under the confirmed Plan and that of any creditor of Debtor or Interestholder;

10. To hear and determine disputes arising in connection with the interpretation, implementation, or enforcement of the Plan, this Confirmation

Order, any transactions or payments contemplated hereby, or any agreement, instrument, or other document governing or relating to any of the foregoing;

11. To determine such other matters and for such other purposes as may be provided in this Confirmation Order; and

12. To enter a final decree in accordance with and pursuant to Bankruptcy Rule 3022.

N. Subject to the District Court's retention of jurisdiction provided in this section and this Court's power under 28 U.S.C. § 157, and subject to this Court's retention of jurisdiction provided in this section, this Court will retain jurisdiction over the Debtor's Case to hear and determine any and all applications, adversary proceedings and contested and litigated matters pending on the Effective Date or thereafter.

O. The provisions of this Confirmation Order will not be severable and are mutually dependent.

P. The automatic stay of section 362 of the Bankruptcy Code will remain in full force and effect until the Effective Date, subject to extension upon application to this Court.

Q. Upon the Effective Date, the Debtor, and any other Person having duties or responsibilities under the Plan, and all documents related thereto, and their respective directors, trustees, officers, general partners, managers, agents, representatives, and attorneys, are authorized and empowered to: (a) carry out all of the provisions of the Plan; (b) to issue, execute, deliver, file and record, as appropriate, the Plan and any related agreements; (c) to take any action contemplated by the Plan or this Confirmation Order; and (d) to issue, execute, deliver, file and record, as appropriate, such other contracts, instruments, releases, deeds, bills of sale, assignments, trust documents, corporate governance documents or agreements, and to perform such other acts as are consistent with, and necessary or appropriate to, implement, effectuate and consummate the Plan and this Confirmation Order and the transactions contemplated thereby and

hereby, all without further application to, or order of, this Court or further action by their respective directors, trustees or stockholders, and with like effect as if such actions had been taken by unanimous action of the respective directors, trustees and stockholders of such Persons. Without limiting the generality of the foregoing, this Confirmation Order will constitute all approvals and consents, if any, required by the laws of the State of Delaware and all other applicable business corporation, trust and other laws of the applicable governmental units with respect to the Debtor's implementation and consummation of the Plan and this Confirmation Order and the transactions contemplated thereby.

R. Pursuant to section 1146(c) of the Bankruptcy Code, there will be no taxes, including, but not limited to, stamp taxes, charged by any state or any subdivision thereof respecting any transfer of property under the Plan.

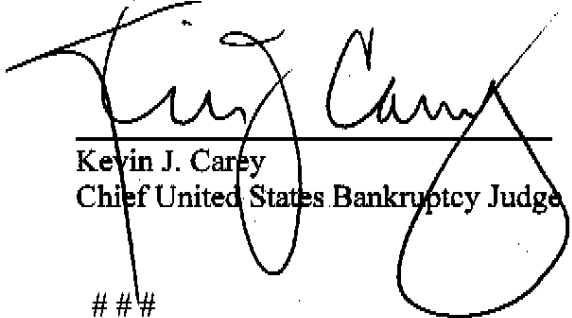
S. There being no just reason for delay, the Clerk of this Court will enter this Confirmation Order in the records of the Debtor's Case as a Final Order and judgment, pursuant to Bankruptcy Rule 5003, Federal Rule of Civil Procedure 54 (made applicable herein by Bankruptcy Rule 7054) and Federal Rule of Civil Procedure 58 (made applicable herein by Bankruptcy Rule 9021).

T. Promptly after entry of this Confirmation Order, the Clerk of this Court will give the Debtor, and other parties in interest a written notice thereof by first class United States Mail, as provided in Bankruptcy Rules 2002(f)(7) and 3020(c). Further, within a reasonable time after entry of this Confirmation Order, counsel for the Debtor will cause copies of this Confirmation Order to be served by first class United States Mail upon those persons who have appeared and requested notice pursuant to Bankruptcy Rule 2002 in the Debtor's Case. The foregoing notice and service are and will be adequate and sufficient notice of the entry of this Confirmation

Order, pursuant to sections 102(1) and 1129 of the Bankruptcy Code, Bankruptcy Rules 2002, 3020, 9007, 9021, 9022, and other applicable law and rules of Court.

U. To the extent that there is a conflict between the terms and conditions of the Plan and the terms and conditions of this Confirmation Order, the terms and conditions of this Confirmation Order will govern.

SO ORDERED this 23rd day of December, 2009



Kevin J. Carey
Chief United States Bankruptcy Judge
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