

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

<p>In re:</p> <p>CD LIQUIDATION CO., LLC, et al.,</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 09-13038 (KG)</p> <p>(Substantively Consolidated)</p>
<p>CHARLES M. MOORE, as trustee of the CD Liquidation Trust,</p> <p style="text-align: center;">Plaintiff,</p> <p>v.</p> <p>JOHN MARTILLO,</p> <p style="text-align: center;">Defendant.</p>	<p>Adv. Pro. No. 11-51636 (KG)</p> <p>Hearing Date: TBD Objection Deadline: August 22, 2013, 2013 at 4:00 p.m. (ET)</p>

NOTICE OF REVISED PROPOSED ORDER

PLEASE TAKE NOTICE that on August 8, 2013, Charles M. Moore, Trustee of the CD Liquidation Trust (the “**Trustee**”), for the trust and on behalf of the bankruptcy estates of CD Liquidation Co., LLC, CD Liquidation Co. Plus, LLC, Cynergy Data, LLC, Cynergy Data Holdings, Inc, and Cynergy Prosperity Plus, LLC (collectively, the “**Debtors**”), filed the *Motion of Charles M. Moore, Trustee of the CD Liquidation Trust, for Order Pursuant to 11 U.S.C. § 105(a) and Bankruptcy Rule 9019 Approving Settlement Agreement* (the “**Motion**”).

PLEASE TAKE FURTHER NOTICE that attached as Exhibit A is a revised proposed form of order granting the relief requested in the Motion.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Motion must be made in writing, filed with the Bankruptcy Court, and served upon so as to actually be received by the undersigned counsel for the Trustee on or before **August 22, 2013 at 4:00 p.m.**



(Eastern Time).

PLEASE TAKE FURTHER NOTICE that if an objection or response is properly filed in accordance with the above procedures, a hearing on the Motion will be held before the Honorable Kevin Gross, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 6th Floor, Courtroom No. 3, Wilmington, Delaware 19801, at a date and time convenient to the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the procedures set forth herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that if no objection or other response to the Motion is timely filed in accordance with the procedures set forth above, the Bankruptcy Court may enter an order granting the relief sought in the Motion without further notice or hearing.

Dated: August 8, 2013
Wilmington, Delaware

Respectfully Submitted,

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EXHIBIT A

(REVISED PROPOSED ORDER)

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

In re:)	Chapter 11
)	
CD LIQUIDATION CO., LLC, et al.)	Case No. 09-13038 (KG)
)	
Debtors.)	(Substantively consolidated)
)	
CHARLES M. MOORE, as trustee of the)	
CD LIQUIDATION TRUST,)	
)	
Plaintiff,)	
)	
v.)	Adv. Pro. No. 11-51636 (KG)
)	
JOHN MARTILLO,)	
)	
Defendant.)	
)	Re: Docket No. ____

**ORDER GRANTING MOTION OF CHARLES M. MOORE,
TRUSTEE OF THE CD LIQUIDATION TRUST, FOR ORDER
PURSUANT TO 11 U.S.C. § 105(A) AND BANKRUPTCY RULE 9019
APPROVING SETTLEMENT AGREEMENT**

Upon the motion (the “Motion to Approve Settlement”) of Charles M. Moore, in his capacity as Trustee (the “Liquidation Trustee”) of the CD Liquidation Trust and successor-in-interest to the substantively consolidated bankruptcy estate of CD Liquidation Co., LLC, CD Liquidation Co. Plus, LLC and Cynergy Data Holdings, Inc., for entry of an order under Bankruptcy Code section 105 and Bankruptcy Rule 9019 Settlement attached as Exhibit A to the Motion to Approve Settlement¹ between Trustee, Martillo and the Releasing Creditors; and it appearing that the Court has jurisdiction over this matter; and this Court having fully considered the record before it; and proper and adequate notice of the Motion to Approve Settlement is

¹ All capitalized terms not defined herein shall have the meaning ascribed to such terms in the Motion to Approve Settlement.

sufficient under the circumstances; and that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefore; it is hereby ORDERED THAT:

1. The Motion to Approve Settlement is GRANTED as set forth herein.
2. The Trustee is authorized to take any and all actions necessary to effectuate the Settlement.
3. No person or entity (collective, the “Barred Persons”) shall commence, prosecute or assert: (i) claims that are property of the CD Liquidation Trust or that are derivative claims of the above-captioned debtors and their estates and successors that arise from or relate to any of the claims released pursuant to the Settlement Agreement and the Exhibits thereto (collectively, the “Barred Estate Claims”); and (ii) any claims for contribution or indemnity against any of John R. Martillo, Danielle L. Vaughn (Martillo), Martillo Holdings, LLC, Signapay Genpar, LLC, Signapay Holdings, LP, 6M GenPar, LLC, and 6M Family Holdings, LP (collectively, the “Released Parties”), whether or not denominated as for contribution or indemnity, where the injury to the Barred Person is the liability of the Barred Person to another person or entity (a “Plaintiff”), arising out of or relating to the claims or allegations released pursuant to the Settlement Agreement and the Exhibits thereto, whether arising under state, federal or foreign laws as claims, cross-claims, counterclaims or third-party claims (collectively, the “Barred Third Party Claims”). If a court or tribunal determines that a Barred Third Party Claim exists that, but for this Order, would have given rise to the liability of a Released Party to a Barred Person, then the court or tribunal shall reduce any judgment or award against such Barred Person in an amount equal to (a) the amount of the judgment or award against the Barred Person multiplied by (b) the aggregate proportionate share of fault (expressed as a percentage) of the Released Party that would have been liable on a Barred Third Party Claim absent this Order. Any and all

plaintiffs are hereby enjoined and barred from seeking relief or collecting judgments in any manner that fails to conform to the terms of this Order, including without limitation its proportionate judgment reduction provision.

4. Notwithstanding any Bankruptcy Rule to the contrary, this Order shall take effect immediately upon its entry.

5. This Court shall, and hereby does, retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: _____, 2013
Wilmington, Delaware

The Honorable Kevin Gross
United States Bankruptcy Judge