

**STATEMENT OF ISSUES TO
BE PRESENTED ON APPEAL**

1. Did the Bankruptcy Court err as a matter of fact and law in holding that the SFO Noteholders Committee is not acting as an “entity or committee representing more than one creditor,” within the meaning of Bankruptcy Rule 2019(a)?

2. Did the Bankruptcy Court err as a matter of fact and law in holding Bankruptcy Rule 2019(a) does not apply to the SFO Noteholders Committee?

**DESIGNATION OF ITEMS TO BE
INCLUDED IN THE RECORD ON APPEAL²**

Exhibit	Entry Date	Docket No.	Document
1	1/11/2010	1378	Order Denying Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019 [Docket No. 1283]
2	1/12/2010	1386	Transcript of Hearing held on January 8, 2010
3	1/7/2010	1358	Joinder of Fidelity Management & Research Co. to the Objection of the SFO Noteholders Informal Committee to the Motion of the Official Committee of Unsecured Creditors to Compel Compliance with Federal Rule of Bankruptcy Procedure 2019
4	1/7/2010	1356	Opposition of the Debtors and Debtors in Possession to the Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019
5	1/7/2010	1355	Amended Verified Statement of Akin Gump Strauss Hauer & Feld LLP and Drinker Biddle & Reath LLP Regarding Multiple Representations Pursuant to Fed. R. Bankr. P. 2019(a)
6	1/7/2010	1354	Objection of the SFO Noteholders Informal Committee to the Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019
7	1/7/2010	1353	Acting United States Trustee's Objection to the Motion to File Under Seal Exhibit F to Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019 [Docket No. 1285]

² Each designated item includes any exhibits to such item. Each reference to "Docket No. ___" includes all documents within that Docket number.

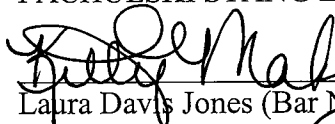
8	1/6/2010	1344	Notice of Hearing re: Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019 [Docket No. 1283]; 2) Motion to Shorten Notice on Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019 [Docket No. 1284]; and 3) Order Granting Motion to Shorten Notice on Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019 [Docket No. 1322]; to be Held on January 8, 2010 at 1:00 p.m. (Prevailing Eastern Time)
9	12/30/2009	1304	Order Granting Motion to Shorten Notice on Motion to File Under Seal Exhibit F to Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019
10	12/24/2009	1286	Motion to Shorten Notice on Motion to File Under Seal Exhibit F to Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019
11	12/24/2009	1285	Motion to File Under Seal Exhibit F to Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019
12	12/24/2009	1284	Motion to Shorten Notice on Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019
13	12/24/2009	1283	Motion of the Official Committee of Unsecured Creditors to Compel the SFO Noteholders Committee to Comply with Federal Rule of Bankruptcy Procedure 2019
14	12/21/2009	1245	Agreed Scheduling Order re: Debtors' Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [Docket No. 1226]
15	12/18/2009	1227	Disclosure Statement for Debtors' Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
16	12/18/2009	1226	Debtors' Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
17	12/15/2009	1211	Notice of Service re: the Debtors and Debtors in Possession and the Informal Committee of SFO Noteholders' First Set of Requests for Production of Documents to the Official Committee of Unsecured Creditors

18	12/15/2009	1210	Notice of Service re: the Debtors and Debtors in Possession and the Informal Committee of SFO Noteholders' First Set of Interrogatories to the SFI Noteholders and The Debtors and Debtors in Possession and the Informal Committee of SFO Noteholders' First Set of Requests for Production of Documents to the SFI Noteholders
19	12/3/2009	1106	Objection of the SFO Noteholders Informal Committee to the SFI Noteholders' (I) Emergency Motion for an Order Terminating the Debtors' Exclusive Periods in Which to File a Chapter 11 Plan and Solicit Votes Thereon; and (II) Objection to the Debtors' Motion to Extend Their Exclusive Periods in Which to File a Chapter 11 Plan and Solicit Votes Thereon
20	10/30/2009	902	Joint Motion of the Debtors and the SFO Noteholders Informal Committee to Approve Form of Confidentiality Agreement Pursuant to 11 U.S.C. §§ 363(b)(1) and 105(a)
21	10/22/2009	861	Objection of the SFO Noteholders Informal Committee to the Debtors' Motion for Entry of an Order Extending Their Exclusive Periods
22	9/14/2009	615	Emergency Motion of the Informal Committee of SFO Noteholders for an Order (I) Terminating the Debtors' Exclusive Periods in Which to File a Plan of Reorganization and Solicit Acceptances Thereof and (II) Adjourning the Hearing to Approve the Debtors' Disclosure Statement for the Debtors' Joint Plan of Reorganization [re: Docket Nos. 496, 497, 498, 499, and 538]
23	9/10/2009	593	Verified Statement of Akin Gump Strauss Hauer & Feld LLP and Drinker Biddle & Reath LLP Regarding Multiple Representations Pursuant to Fed. R. Bankr. P. 2019(a)
24	9/10/2009	592	Notice of Appearance and Request for Service of Notices and Papers by Akin Gump Strauss Hauer & Feld LLP and Drinker Biddle & Reath LLP on Behalf of an Informal Committee Comprised of Certain Holders of 12.25% Unsecured Notes Due 2016 and HSBC Bank USA, National Association as Indenture Trustee

Pursuant to Local Rule 8006-1, one (1) copy of each of the above items is provided herewith.

Dated: January 15, 2010

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
Premier International Holdings Inc., *et al.*,¹) Case No. 09-12019 (CSS)
)
Debtors.) (Jointly Administered)
)
_____)

CERTIFICATE OF SERVICE

I, Kathleen P. Makowski, hereby certify that on the 15th day of January, 2010, I caused a copy of the following document to be served on the individuals on the attached service list in the manner indicated:

Appellant's Statement of Issues and Designation of Items to be Included in the Record on Appeal.



Kathleen P. Makowski (Bar No. 3648)

¹ The Debtors are the following thirty-seven entities (the last four digits of their respective taxpayer identification numbers, if any, follow in parentheses): Astroworld GP LLC (0431), Astroworld LP (0445), Astroworld LP LLC (0460), Fiesta Texas Inc. (2900), Funtime, Inc. (7495), Funtime Parks, Inc. (0042), Great America LLC (7907), Great Escape Holding Inc. (2284), Great Escape Rides L.P. (9906), Great Escape Theme Park L.P. (3322), Hurricane Harbor GP LLC (0376), Hurricane Harbor LP (0408), Hurricane Harbor LP LLC (0417), KKI, LLC (2287), Magic Mountain LLC (8004), Park Management Corp. (1641), PP Data Services Inc. (8826), Premier International Holdings Inc. (6510), Premier Parks of Colorado Inc. (3464), Premier Parks Holdings Inc. (9961), Premier Waterworld Sacramento Inc. (8406), Riverside Park Enterprises, Inc. (7486), SF HWP Management LLC (5651), SFJ Management Inc. (4280), SFRCC Corp. (1638), Six Flags, Inc. (5059), Six Flags America LP (8165), Six Flags America Property Corporation (5464), Six Flags Great Adventure LLC (8235), Six Flags Great Escape L.P. (8306), Six Flags Operations Inc. (7714), Six Flags Services, Inc. (6089), Six Flags Services of Illinois, Inc. (2550), Six Flags St. Louis LLC (8376), Six Flags Theme Parks Inc. (4873), South Street Holdings LLC (7486), Stuart Amusement Company (2016). The mailing address of each of the Debtors solely for purposes of notices and communications is 1540 Broadway, 15th Floor, New York, NY 10036 (Attn: James Coughlin).

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