

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

In re:	)	
	)	Chapter 11
GROEB FARMS, INC.	)	
	)	Case No. 13-58200
Debtor.	)	
	)	Honorable Walter Shapero

**STIPULATION BY, BETWEEN, AND AMONG THE GENERAL  
UNSECURED CLAIMS LITIGATION TRUST AND HORIZON  
CAPITAL PARTNERS III, L.P. RESOLVING CLAIM NOS. 105 AND 116**

The General Unsecured Claims Litigation Trust in the above referenced case, (the “GUC Trust”) and Horizon Capital Partners III, L.P. (“Horizon”), by and through their undersigned counsel, hereby stipulate and agree (the “Stipulation”) that proof of claim numbers 105 and 116 filed by Horizon, and scheduled claim no 1804674 have been discharged under the *Second Amended Plan of Groeb Farms, Inc., Pursuant to Chapter 11 of the Bankruptcy Code* (the “Amended Plan”) for and may be marked as satisfied on the Court’s claim register.

**Background**

1. On October 1, 2013, Groeb Farms, Inc. (“Groeb”, or the “Debtor”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §101, et seq. (the “Bankruptcy Code”).

2. On November 8, 2013, the Debtor filed its Second Amended Plan [D.I. 213].



3. On December 20, 2013, this Court entered the *Order Confirming The Second Amended Plan of Reorganization of Groeb Farms, Inc., Pursuant to Chapter 11 of the Bankruptcy Code* (the “Confirmation Order”) [D.I. 375]. The Amended Plan became effective on December 31, 2013 (the “Effective Date”).

4. In accordance with the terms of the Amended Plan, on the Effective Date, the GUC Trust was created for purposes including, among other things, pursuing and/or liquidating the GUC Trust Assets (as defined in the Amended Plan), distributing the GUC Trust Distributable Proceeds (as defined in the Amended Plan), if any, and reconciling and objecting to General Unsecured Claims as provided for in the Amended Plan. The GUC Trustee has the power to act on behalf of the GUC Trust.

### **THE CLAIMS**

5. Horizon filed proof of claim no 105 (“Claim No. 105”) on or about October 31, 2013 asserting a non-priority general unsecured claim in the amount of \$74,729.35.

6. Horizon filed proof of claim no 116 (“Claim No. 116”) on or about October 31, 2013 asserting a non-priority general unsecured claim in the amount of \$1,464,781.75.

7. The Debtor scheduled Horizon as having a general unsecured claim in the amount of \$30,250.00 (“Schedule No. 1804674”).

8. The Claims were satisfied, discharged and released under the Amended Plan.

NOW, THEREFORE, the Liquidation Trust and Horizon hereby stipulate and agree as follows:

**AGREEMENT**

A. Claim No. 105 has been satisfied under the Amended Plan and may be marked as satisfied on the Court's claims register.

B. Claim No. 116 has been satisfied under the Amended Plan and may be marked as satisfied on the Court's claims register.

C. Schedule No. 1804674 has been satisfied under the Amended Plan and may be marked as satisfied on the Court's claims register.

D. Horizon waives and relinquishes any right to further amend Claim No. 105 and/or Claim No. 116 to reflect a different amount and agrees that it shall not be entitled to a claim in any other or additional amount or priority from the GUC Trust.

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Shirley S. Cho  
Bradford J. Sandler  
Shirley S. Cho  
Pachulski Stang Ziehl & Jones LLP  
919 North Market Street, 17th Floor  
Wilmington, DE 19801  
Tel: (302)778-6424  
Fax: (302) 652-4400  
Email: bsandler@pszjlaw.com  
scho@pszjlaw.com

Counsel for the General Unsecured Claims  
Litigation Trust

Dated: April 24, 2015

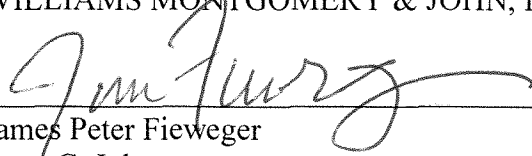
/s/ Sheryl L. Toby  
Sheryl L. Toby (P39114)  
Dykema Gossett PLLC  
39577 Woodward Avenue, Suite 300  
Bloomfield Hills, MI 48304  
Tel: (248) 203-0522  
Fax: (855) 232-1790  
Email: stoby@dykema.com

Counsel for the General Unsecured Claims  
Litigation Trust

Dated: April 24, 2015

Dated: April 17, 2015

WILLIAMS MONTGOMERY & JOHN, LTD.



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James Peter Fieweger

Peter C. John

Williams Montgomery & John, Ltd.

233 South Wacker Drive

Suite 6100

Chicago, IL 60606-6359

Tel: (312) 443-3200

Fax: (312) 630-8500

Email: [jpf@willmont.com](mailto:jpf@willmont.com)

[pcj@willmont.com](mailto:pcj@willmont.com)

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

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In re:

GROEB FARMS, INC.

Debtor.

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Chapter 11

Case No. 13-58200

Honorable Walter Shapero

**ORDER APPROVING STIPULATION BY, BETWEEN, AND AMONG THE GENERAL  
UNSECURED CLAIMS LITIGATION TRUST AND HORIZON  
CAPITAL PARTNERS III, L.P. RESOLVING CLAIM NOS. 105 AND**

The cause having come before the Court the Stipulation By, Between, And Among The General Unsecured Claims Litigation Trust And Horizon Capital Partners III, L.P. Resolving Claim Nos. 105 And 116 (the “Stipulation”), and the Court otherwise being informed,

IT IS HEREBY ORDERED that the Stipulation is Approved and the parties thereto shall abide by same.