

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

---

In re:	)	
	)	Chapter 11
	)	
WINDSTREAM HOLDINGS, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 19-22312 (RDD)
	)	
Debtors.	)	(Jointly Administered)

---

**ORDER AUTHORIZING AND APPROVING THE REJECTION OF A CERTAIN  
UNEXPIRED LEASE AND AUTHORIZING ABANDONMENT OF PROPERTY**

Upon the notice, dated June 14, 2019 (the “Rejection Notice”)<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”), providing notice that the Debtors intend to reject under 11 U.S.C. § 365 the Lease or Contract set forth on the schedule attached to the Rejection Notice and to abandon, pursuant to 11 U.S.C. § 554, any personal property of the Debtors on the premises associated with such Contract/Lease, in each case as of the Rejection Date, all as more fully set forth in the Rejection Notice; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated January 31, 2012 as a core proceeding under 28 U.S.C. § 157(b) that this Court may decide by a final order consistent with Article III of the United States Constitution; and this Court having found that venue of the Rejection Notice in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors’ notice of the

---

1 The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

2 Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Rejection Notice.



Rejection Notice and the opportunity for a hearing thereon were appropriate under the circumstances and consistent with this Court's prior order establishing rejection procedures in this case and that no other notice need be provided; and counsel for the Debtors having represented that there are no objections to the relief granted hereby; and, after due deliberation this Court having determined that the legal and factual bases set forth in the Rejection Notice establish sufficient cause for the relief granted herein and that such relief is a proper exercise of business judgment and in the best interest of the Debtors' estates and creditors; now, therefore, it is HEREBY ORDERED THAT:

1. The Contract/Lease listed on the schedule attached hereto as **Exhibit A** and subject to the Rejection Notice dated June 14, 2019, is rejected under 11 U.S.C. § 365 as of the Rejection Date set forth in the Rejection Notice and such schedule.

2. The Debtors' personal property that remained on the premises associated with the Contract/Lease is abandoned pursuant to 11 U.S.C. § 554 as of the Rejection Date.

3. Proofs of Claim arising out of such rejection are due by **4:00 p.m. Eastern Time on August 15, 2019**. FAILURE TO TIMELY SUBMIT A PROOF OF CLAIM IN THE APPROPRIATE FORM ON OR BEFORE THE DEADLINE SET FORTH HEREIN, YOU WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM (A) ASSERTING SUCH CLAIM AGAINST ANY OF THE DEBTORS AND THEIR CHAPTER 11 ESTATES, (B) VOTING ON ANY CHAPTER 11 PLAN OF REORGANIZATION FILED IN THESE CASES ON ACCOUNT OF SUCH CLAIM, AND (C) PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM.

4. The Debtors and their notice and claims agent are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order and in accordance with the Rejection Notice.

5. Notice of the Rejection Notice, as provided therein, shall be deemed good and sufficient notice of such Rejection Notice and the requirements of Bankruptcy Rule 6004(a) and the Local Bankruptcy Rules are satisfied by such notice.

6. Notwithstanding anything to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

7. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: White Plains, New York  
July 15, 2019

/s/Robert D. Drain

THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit A**

**Rejected Contract/Lease**

**Rejected Contract**

<b>Counterparty</b>	<b>Debtor Counterparty</b>	<b>Description of Contract<sup>4</sup></b>	<b>Abandoned Personal Property</b>	<b>Rejection Date</b>
BTC Block 20 Partnership, LP	Paetec LLC (f/k/a Paetec Corp)	Non-Residential Real Property Lease	N/A	06/15/2019

---

<sup>4</sup> The inclusion of a Contract on this list does not constitute an admission as to the executory or non-executory nature of the Contract or as to the existence or validity of any claims held by the counterparty or counterparties to such Contract.