

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

<p>In re:</p> <p>CD LIQUIDATION CO., LLC, f/ka CYNERGY DATA, LLC, <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 09-13038 (KG)</p> <p>Jointly Administered</p> <p>Related Docket Nos.: 970, 968, 969, 1117, 118, 1127 and 1128</p>
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**ORDER (A) APPROVING DISCLOSURE STATEMENT; (B) FIXING
THE VOTING RECORD DATE; (C) APPROVING SOLICITATION AND
VOTING PROCEDURES WITH RESPECT TO DEBTORS' CHAPTER 11 PLAN;
(D) APPROVING FORM OF SOLICITATION PACKAGE AND NOTICES; AND
(E) SCHEDULING CERTAIN DATES IN CONNECTION THEREWITH**

Upon the motion ("Motion")² the above-captioned Debtors and Debtors-in-Possession (collectively, the "Debtors") seeking entry of an order (a) approving the proposed *Disclosure Statement Regarding Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* (as may be amended or supplemented and including all exhibits and supplements thereto, the "Disclosure Statement") in connection with the proposed *Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* (as may be amended or supplemented and including all exhibits and supplements thereto, the "Plan"), (b) fixing a voting record date pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") for determining, among other things, the creditors and interest holders entitled to receive ballots and materials necessary for voting on the Plan, as specified in Bankruptcy Rule 3017(d), (c) approving solicitation and voting procedures with respect to the Plan, (d) approving the form of the

¹ The Debtors are the following entities (with the last four digits of their federal tax identification numbers in parentheses): Cynergy Data, LLC (8677); Cynergy Data Holdings, Inc. (8208); Cynergy Prosperity Plus, LLC (4265). The mailing address for the Debtors is 30-30 47th Avenue, 9th Floor, Long Island City, New York 11101.

² Terms not defined herein shall have the meanings ascribed to them in the Motion.



solicitation package and the notices to be distributed with respect thereto, and (e) scheduling certain dates, including the following: (i) establishing deadlines for filing objections, if any, to the Plan and respective replies thereto; and (ii) establishing the voting deadline to accept or reject the Plan; and the Court having conducted the Disclosure Statement Hearing on November 12, 2010; and the Court having scheduled the Confirmation Hearing for December 21, 2010 at 3:30 p.m. (prevailing Eastern Time); and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and this being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and due, adequate, and sufficient notice of the Motion, the time fixed for filing objections and the Disclosure Statement Hearing having been given in accordance with Bankruptcy Rules 2002 and 3017; and it appearing that no other notice need be given; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their creditors, and all parties-in-interest; and after due deliberation thereon; and, for the reasons stated in the Motion and based on the record in these cases and at the Disclosure Statement Hearing, and good, adequate and sufficient cause being shown to justify the immediate entry of this Order; and good and sufficient cause appearing therefor, it is hereby:

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED in all respects.
2. The Debtors are authorized and empowered to take all actions necessary to effectuate the relief granted pursuant to this Order.
3. The Disclosure Statement complies with section 1125 of the Bankruptcy Code and is hereby approved as containing adequate information, as defined by section 1125(a) of the Bankruptcy Code.

4. Any objections to approval of the Disclosure Statement which were not withdrawn at or prior to the Disclosure Statement Hearing are hereby overruled.

5. The Voting Record Date shall be November 12, 2010 at 11:00 a.m. (prevailing Eastern Time), for determining: (a) the creditors and interest holders (including “holders of stocks, bonds, debentures, notes and other securities”) entitled to receive the Solicitation Package pursuant to the Solicitation Procedures; (b) the creditors and interest holders entitled to vote to accept or reject the Plan; and (c) whether claims or interests have been properly transferred to an assignee pursuant to Bankruptcy Rule 3001(e) such that the assignee can vote as the holder of the claim or equity interest.

6. Exhibits to the Plan shall be filed by December 6, 2010 at 5:00 p.m. (prevailing Eastern Time). The Plan Proponents (as defined in the Plan) have reserved the right to amend, modify, supplement, restate or withdraw the exhibits after they are filed with the Bankruptcy Court.

7. The Voting Deadline shall be December 14, 2010 at 5:00 p.m. (prevailing Eastern time).

8. Any objections to the Plan (the “Plan Objections”) must be filed by the Plan Objection Deadline, December 14, 2010 at 5:00 p.m. (prevailing Eastern Time), and must: (a) be made in writing; (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware; (c) state the name and address of the objecting party and the amount and nature of the claim or interest of such party against or in the Debtors, their estates, or their property; (d) state with particularity the legal and factual bases and nature of any objection to the Plan, including specific reference to the text of the Plan to which the objection is made and, if

practicable, proposed modification to the Plan that would resolve such objection; and (e) be filed, together with proof of service, with the Court and served by personal service, overnight delivery, first class mail, electronic mail or facsimile, so that they are RECEIVED by the following Notice Parties: (i) counsel to the Debtors, Pepper Hamilton LLP, Hercules Plaza, Suite 5100, 1313 Market Street, P.O. Box 1709, Wilmington, DE 19899-1709 (Attn: David B. Stratton and Evelyn J. Meltzer) and Nixon Peabody, LLP, 437 Madison Avenue, New York, NY 10022 (Attn: Mark N. Berman and Dennis Drebsky); (ii) counsel to the Committee, Jager Smith PC, One Financial Center, Boston, Massachusetts 02111 (Attn: Michael Fencer) and Ashby & Geddes, P.A., 500 Delaware Avenue, 8th Floor, P.O. Box 1150, Wilmington, DE 19801 (Attn: Gregory A. Taylor and Karen B. Skomorucha) and (iii) the Office of the US Trustee, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: Thomas Patrick Tinker).

9. The Debtors shall file their reply to any timely filed Plan Objections and the Voting Report no later than 5:00 p.m. (prevailing Eastern Time) on December 16, 2010

10. The Confirmation Hearing will take place before the Honorable Kevin Gross at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 6th Floor, Wilmington, Delaware 19801, on December 21, 2010 at 3:30 p.m. (prevailing Eastern Time). The Confirmation Hearing may be adjourned from time to time without notice other than announcement made at the Confirmation Hearing or any adjourned hearing or in the agenda for any such hearing.

11. The Solicitation Procedures outlined in the Motion are hereby approved; *provided however*, that the Debtors have reserved, subject to Court approval, the right to further amend or supplement the Solicitation Procedures to better facilitate the solicitation process.

12. The Debtors, or the Voting Agent, shall serve the Solicitation Package on the

holders of class 1, 2, 3, 4, 5, 6 and 7 claims (as of the Voting Record Date) within three (3) business days of entry of this Order.

13. The procedures for distribution of the Solicitation Package set forth in the Motion satisfy the requirements of the Bankruptcy Code and the Bankruptcy Rules.

14. The form of the Disclosure Statement Notice, substantially in the form attached hereto as **Exhibit 1** is hereby approved.

15. The form of the Confirmation Hearing Notice, substantially in the form attached hereto as **Exhibit 2**, complies with the requirements of Bankruptcy Rules 2002(b), 2002(c)(3), and 2002(d), and is hereby approved.

16. The form of the Notice of Non-Voting Status, substantially in the forms attached hereto as **Exhibit 3**, is hereby approved.

17. The form of Ballots and voting instructions, substantially in the form attached hereto as **Exhibit 4**, is hereby approved.

18. All votes to accept or reject the Plan must be cast by using the appropriate Ballot.

19. All Ballots must be properly executed, completed and delivered by (a) first class mail, in the return envelope provided with each Ballot; (b) overnight courier; or (c) personal delivery, so that the Ballots are actually received, in any case, by the Voting Agent, no later than the Voting Deadline at the following addresses:

If by U.S. Mail:

Cynergy Ballot Processing Center
Kurtzman Carson Consultants LLC
2335 Alaska Ave
El Segundo, CA 90245

If by Hand Delivery or Overnight Courier:

Cynergy Ballot Processing Center
Kurtzman Carson Consultants LLC
2335 Alaska Ave
El Segundo, CA 90245

20. The Debtors shall be excused from giving notice or providing service of any kind upon any person or entity to whom the Debtors mailed a notice regarding the Disclosure

Statement Hearing and received any of such notice returned by the United States Postal Service marked "undeliverable as addressed", "moved – left no forwarding address", or "forwarding order expired", or similar reason, unless the Debtors have been informed in writing by such person or entity of that person's or entity's new address; and the Debtors shall be excused from re-mailing such Solicitation Package, or other notices, as the case may be, to those entities whose addresses differ from the addresses in the claims register or the Debtors' records as of the Voting Record Date, except to the extent that a Solicitation Package is returned with a forwarding address listed. If a creditor has changed its mailing address after entry of this Disclosure Statement Order, the burden shall be on the creditor or party-in-interest to advise the Voting Agent and the Debtors of the new address.

21. The terms of this Order shall be binding upon the Debtors, all creditors of the Debtors, and any trustees appointed in these proceedings or any trustees appointed in any subsequent proceedings under chapter 7 or chapter 11 of the Bankruptcy Code relating to the Debtors, and all other parties-in-interest.

22. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

23. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation of this Order.

24. Notwithstanding any Bankruptcy Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry.

Dated: November 12, 2010
Wilmington, Delaware



THE HONORABLE KEVIN GROSS
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1 TO ORDER

Disclosure Statement Notice

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

CD LIQUIDATION CO., LLC, f/ka
CYNERGY DATA, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 09-13038 (KG)

Jointly Administered

NOTICE OF (I) FILING OF DISCLOSURE STATEMENT AND SOLICITATION PROCEDURES MOTION AND DEADLINE AND PROCEDURES FOR FILING OBJECTIONS THERETO AND (II) HEARING ON DISCLOSURE STATEMENT

TO: ALL CREDITORS, EQUITY SECURITY HOLDERS, AND OTHER PARTIES-IN-INTEREST:

PLEASE TAKE NOTICE that on September 27, 2010 the above-captioned debtors as debtors-in-possession (each a "Debtor" and collectively, the "Debtors") filed the accompanying *Disclosure Statement Regarding Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* (the "Disclosure Statement") and the proposed *Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* attached thereto as Exhibit A (as amended, modified or supplemented from time to time, the "Plan"). On September 27, 2010, the Debtors filed a motion seeking to establish deadlines and procedures with respect to the solicitation of votes on the Plan (the "Solicitation Procedures Motion").

PLEASE TAKE FURTHER NOTICE that the United States Bankruptcy Court for the District of Delaware (the "Court") established deadlines and procedures with respect to the Solicitation Procedures Motion and the solicitation of votes on the Plan as follows:

1. **Disclosure Statement Hearing Date.** The Court has fixed **November 12, 2010 at 11:00 a.m. (prevailing Eastern Time)**, or as soon thereafter as counsel can be heard, as the date and time for the hearing of the Solicitation Procedures Motion and on the adequacy of the Disclosure Statement (the "Disclosure Statement Hearing") before the Honorable Kevin Gross, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Sixth Floor, Wilmington, Delaware 19801. The Disclosure Statement Hearing may be continued from time to time without further notice other than the advisement of the adjourned date(s) at the Disclosure Statement Hearing or any continued hearing.

2. **Objections to Disclosure Statement and Solicitation Procedures Motion.** The deadline for filing and serving objections to the Disclosure Statement and the Solicitation Procedures Motion is **November 5, 2010 at 5:00 p.m. (prevailing Eastern Time)**. To be

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considered, objections, if any, to the Disclosure Statement or Solicitation Procedures Motion must: (a) be made in writing; (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware; (c) state the name and address of the objecting party and the amount and nature of the claim or interest of such party against or in the Debtors, their estates, or their property; (d) state with particularity the legal and factual bases and nature of any objection to the Disclosure Statement, including specific reference to the text of the Disclosure Statement to which the objection is made and, if practicable, proposed modification to the Disclosure Statement that would resolve such objection; and (e) be filed, together with proof of service, with the Court and served by personal service, overnight delivery, first class mail or facsimile, so that they are RECEIVED no later than **November 5, 2010 at 5:00 p.m. (prevailing Eastern Time)** by the following parties (the “Notice Parties”): (i) counsel to the Debtors, Pepper Hamilton LLP, Hercules Plaza, Suite 5100, 1313 Market Street, P.O. Box 1709, Wilmington, DE 19899-1709 (Attn: David B. Stratton and Evelyn J. Meltzer) and Nixon Peabody, LLP, 437 Madison Avenue, New York, NY 10022 (Attn: Mark N. Berman and Dennis Drebsky); (ii) counsel to the Committee, Jager Smith PC, One Financial Center, Boston, Massachusetts 02111 (Attn: Michael Fencer) and Ashby & Geddes, P.A., 500 Delaware Avenue, 8th Floor, P.O. Box 1150, Wilmington, DE 19801 (Attn: Gregory A. Taylor and Karen B. Skomorucha) and (iii) the Office of the US Trustee, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: Thomas Patrick Tinker). **Objections not timely filed and served in the manner set forth above shall not be considered and shall be overruled.**

3. **Information and Documents.** Any party-in-interest wishing to obtain a copy of the Disclosure Statement, the Plan, the Solicitation Procedures Motion, the order approving the Disclosure Statement (when available), or any exhibits or appendices to such pleadings, may request such copies at the Debtors’ expense by contacting (i) the Voting Agent, Cynergy Ballot Processing Center, Kurtzman Carson Consultants LLC, 2335 Alaska Ave, El Segundo, CA 90245 or (ii) visiting the Voting Agent’s website at www.kccllc.net/cynergydata.

4. This notice is not a solicitation of votes to accept or reject the Plan. Votes may not be solicited until the Disclosure Statement is approved by an order of the Court.

Dated: September 27, 2010
Wilmington, Delaware

PEPPER HAMILTON LLP

/s/ Evelyn J. Meltzer

David B. Stratton (DE No. 960)

Evelyn J. Meltzer (DE No. 4581)

John H. Schanne, II (DE No. 5260)

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1313 Market Street,

P.O. Box 1709

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Facsimile: (302) 421-8390

-and-

NIXON PEABODY LLP

Mark N. Berman
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*Counsel for the Debtors
and Debtors in Possession*

EXHIBIT 2 TO ORDER

Confirmation Hearing Notice

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

In re:

CD LIQUIDATION CO., LLC, f/ka
CYNERGY DATA, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 09-13038 (KG)

Jointly Administered

**NOTICE OF (A) HEARING TO CONFIRM PLAN OF REORGANIZATION,
(B) OBJECTION AND VOTING DEADLINES, (C) SOLICITATION AND
VOTING PROCEDURES, AND (D) CERTAIN OTHER INFORMATION**

DISCLOSURE STATEMENT AND SOLICITATION PROCEDURES APPROVED.

On November 12, 2010, the United States Bankruptcy Court for the District of Delaware (the "Court") entered that certain *Order (A) Approving Disclosure Statement, (B) Fixing the Voting Record Date, (C) Approving Solicitation and Voting Procedures With Respect to Debtors' Chapter 11 Plan, (D) Approving Form of Solicitation Package and Notices, and (E) Scheduling Certain Dates in Connection Therewith* (the "Disclosure Statement Order"). In the Disclosure Statement Order, among other things, the Court approved the above-captioned Debtors' *Disclosure Statement Regarding Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* (the "Disclosure Statement") for the proposed *Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* thereto as Exhibit A (as amended, modified or supplemented from time to time, the "Plan"), as containing adequate information, as required under section 1125(a) of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"), and authorized the Debtors to solicit acceptances of the Plan.

HEARING TO CONFIRM THE PLAN.

The Court has fixed **December 21, 2010 at 3:30 p.m. (prevailing Eastern Time)** (the "Confirmation Hearing Date"), or as soon thereafter as counsel may be heard, as the date and time for the hearing to consider confirmation of the Plan (the "Confirmation Hearing"). The Confirmation Hearing will be before the Honorable Kevin Gross, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Sixth Floor, Wilmington, Delaware 19801. The Confirmation Hearing may be continued from time to time by announcing such continuance in open court or in the agenda for such hearing, and the Plan may be further modified, if necessary, pursuant to 11 U.S.C. § 1127 prior to, during,

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or as a result of the Confirmation Hearing, without further notice to parties-in-interest.

PLAN OBJECTION DEADLINE.

The Court has fixed **December 14, 2010 at 5:00 pm (prevailing Eastern Time)** (the “Plan Objection Deadline”) as the deadline for filing and serving objections to confirmation of the Plan. To be considered, objections, if any, to the Plan must: (a) be made in writing; (b) comply with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware; (c) state the name and address of the objecting party and the amount and nature of the claim or interest of such party against or in the Debtors, their estates, or their property; (d) state with particularity the legal and factual bases and nature of any objection to the Plan, including specific reference to the text of the Plan to which the objection is made and, if practicable, proposed modification to the Plan that would resolve such objection; and (e) be filed, together with proof of service, with the Court and served by personal service, overnight delivery, first class mail, electronic mail or facsimile, so that they are **RECEIVED** no later than the Plan Objection Deadline by the following parties (the “Notice Parties”): (i) counsel to the Debtors, Pepper Hamilton LLP, Hercules Plaza, Suite 5100, 1313 Market Street, P.O. Box 1709, Wilmington, DE 19899-1709 (Attn: David B. Stratton and Evelyn J. Meltzer) and Nixon Peabody, LLP, 437 Madison Avenue, New York, NY 10022 (Attn: Mark N. Berman and Dennis Drebsky); (ii) counsel to the Committee, Jager Smith PC, One Financial Center, Boston, Massachusetts 02111 (Attn: Michael Fencer) and Ashby & Geddes, P.A., 500 Delaware Avenue, 8th Floor, P.O. Box 1150, Wilmington, DE 19801 (Attn: Gregory A. Taylor and Karen B. Skomorucha) and (iii) the Office of the US Trustee, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: Thomas Patrick Tinker).

VOTING RECORD DATE.

November 12, 2010 at 11:00 a.m. (prevailing Eastern Time) is the record date (the “Voting Record Date”) for purposes of determining which parties are entitled to vote on the Plan.

VOTING DEADLINE.

December 14, 2010 at 5:00 p.m. (prevailing Eastern time) is the voting deadline (the “Voting Deadline”). All Ballots must be received by the Voting Agent by the Voting Deadline. Voting instructions will be sent with the ballots.

EXCULPATORY, INJUNCTIVE AND RELEASE PROVISIONS.

The following are summaries of the exculpatory, injunctive and release provisions that the Debtors will be seeking under the Plan:

Exculpation And Limitation Of Liability (Article XII.F of the Plan)

Other than as set forth in the Settlement Term Sheet and Settlement Order, none of the Reorganization Parties shall have or incur any liability to the Debtors, their Estates, any Holder of a Claim or an Interest, or to any other party in interest, or any of their respective agents, employees, representatives, financial advisors, attorneys, or affiliates, or

to any of their successors or assigns, for any act or omission occurring subsequent to the Petition Date in connection with, relating to, or arising out of, the administration of the Chapter 11 Cases, negotiation of the Disclosure Statement, negotiation of this Plan, negotiation of the Liquidation Trust Agreement, the solicitation of acceptances of this Plan, the pursuit of confirmation of this Plan, the consummation of this Plan, or the administration of this Plan or the property to be distributed under this Plan, except for their gross negligence or willful misconduct, and in all respects each of the Reorganization Parties shall be entitled to reasonably rely upon the advice of counsel with respect to their duties and responsibilities under this Plan.

Notwithstanding any other provision of this Plan, no Holder of a Claim or Interest and no other party in interest, none of their respective agents, employees, representatives, financial advisors, attorneys, or affiliates, and no successors or assigns of the foregoing, shall have any right of action against any one or more of the Reorganization Parties for any act or omission occurring subsequent to the Petition Date in connection with, relating to, or arising out of, the administration of the Chapter 11 Cases, the solicitation of acceptances of the Plan, the pursuit of confirmation of the Plan, the consummation of the Plan, or the administration of the Plan or the property to be distributed under the Plan, except for their gross negligence or willful misconduct; provided that the exculpation and limitation on liability in this Article XII.E or otherwise in the Plan shall not limit, abridge, or otherwise affect (a) the rights of the parties to the Settlement Term Sheet, including without limitation, Moneris Solutions, Inc. and Harris, N.A., and any and all other parties to assert, enforce, sue on, or settle any claims, causes of action or other rights provided for in the Settlement Term Sheet or Settlement Order; and (b) the rights of Purchaser under the Sale Order, except specifically as limited by the Settlement Order.

Permanent Injunction (Article XII.G of the Plan)

Except as otherwise expressly provided in the Settlement Order, Plan or the Confirmation Order, all entities who have held, hold or may hold Claims against, or Interests in, the Debtors are permanently enjoined, on and after the Effective Date, from (i) commencing or continuing in any manner any action or other proceeding of any kind with respect to any such Claim or Interest against the property or interests in property of the Debtors; (ii) commencing or continuing an action on a Claim released under Article XII.H of the Plan solely against any one or more of the Reorganization Parties, (iii) the enforcement, attachment, collection, or recovery by any manner or means of judgment, award, decree or order against the property or interests in property of the Debtors, (iv) creating, perfecting, or enforcing any encumbrance of any kind against any property or interests in property of the Debtors, and (v) asserting any right of setoff or subrogation of any kind against any obligation due to the Debtors or against the property or Interests in property of the Debtors on account of any such Claim or Interest. The foregoing injunction will extend to and be for the benefit of the Liquidation Trust and its properties and Interests in property. For the avoidance of any doubt, this Permanent Injunction shall not interfere in any way with the ability of the Liquidation Trust to pursue any property of the Debtors and realize the value of the Debtors' interest in such property in accordance with the terms of the Liquidation Trust. This Permanent Injunction shall not, however, apply to limit, abridge or otherwise affect (a) the rights of the parties to the Settlement Term Sheet or as provided in the Settlement Order, including, without limitation, the rights of Moneris Solutions, Inc.

and Harris N.A., and any and all other parties to enforce the terms of the Settlement Term Sheet or compel compliance with the Settlement Order; (b) the rights of either the Debtors or the Purchaser under the Sale Order, including the right to enforce the injunction granted therein.

Debtors' Releases (Article XII.H of the Plan)

As of the Effective Date, the Debtors together with any successors to the Debtors and each of their respective estates, directors, officers, members, managers, employees, agents, financial advisors, representatives, affiliates, attorneys and professionals (solely in their capacities as such) shall be deemed, to the maximum extent permitted by applicable law, to forever release, waive and discharge all claims, obligations, suits, judgments, damages, demands, debts, rights, Causes of Action and liabilities whatsoever (including without limitation for subordination of any kind or nature) in connection with or related to the Debtors, or the administration of the Chapter 11 Cases or the Plan (other than the rights of the Debtors and any successors to enforce the Plan and the contracts, instruments, releases, indentures, and other agreements or documents assumed, passed through or delivered in connection with such Plan) and whether liquidated or unliquidated, fixed or contingent, matured or unmatured, known or unknown, foreseen or unforeseen, then existing or thereafter arising, in law, equity or otherwise that are based in whole or part on any act, omission, transaction, event or other occurrence taking place on or prior to the Effective Date against any of the Reorganization Parties as of the Effective Date, for any act or omission occurring subsequent to the Petition Date in connection with, relating to, or arising out of, the administration of the Chapter 11 Cases, the solicitation of acceptances of the Plan, the pursuit of confirmation of the Plan, the consummation of the Plan, or the administration of the Plan or the property to be distributed under the Plan, except for their gross negligence or willful misconduct. The releases, waivers and discharges provided for herein shall apply only to acts, omissions, transactions, events or other occurrences that took place to the Effective Date.

Notwithstanding anything to the contrary herein, any and all claims, suits, judgments, damages, demands, debts, rights, causes of action and liabilities whatsoever arising under or related to the Settlement Term Sheet, as ordered by the Settlement Order at paragraphs 11, 12, 14 and 15 of the Settlement Order, shall survive entry of an order approving the Plan and be enforceable to the fullest extent in law and equity.

Furthermore, notwithstanding anything to the contrary herein, or in the Liquidation Trust or the Confirmation Order, except as otherwise specifically limited by the Settlement Term Sheet as ordered by the Settlement Order, any and all rights, claims and interests of Debtors and the Purchaser under the APA and Sale Order shall remain in full force and effect and shall survive the Plan, Liquidation Trust Agreement and the Confirmation Order.

Nothing contained in the Plan, the Confirmation Order or the Liquidation Trust Agreement, shall alter, conflict with, or derogate from provisions of the APA or Sale Order, which provisions shall survive and remain in full force and effect.

PLAN TREATMENT OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES.

On the Effective Date, and unless previously rejected pursuant to a Final Order, to the extent permitted by applicable law, all of the Debtors' remaining prepetition executory contracts and unexpired leases are rejected by the Debtors as of the Confirmation Date, unless such executory contract or unexpired lease:

1) is expressly identified in the Plan Supplement as a contract or lease that is being assumed pursuant to the Plan;

2) is the subject of a motion to assume filed on or before the Confirmation Date; or

3) is the subject of an agreement, entered into on or before the Confirmation Date, among the Debtors and the counterparty to such executory contract to extend the time to assume or reject such executory contract to a date subsequent to the Confirmation Date.

If the rejection of any of the Debtors' prepetition executory contracts or unexpired leases gives rise to a Claim, a proof of Claim must be served upon the Debtors, Debtors' counsel and the Claims Agent within thirty (30) days after the earlier of (a) service of notice of entry of the Confirmation Order; or (b) service of such other notice that the executory contract or unexpired lease has been rejected, or (c) such other order of the Bankruptcy Court establishing an earlier date for the filing of such proof of claim. Any claim not served within such time period will be forever barred.

COPIES OF SOLICITATION PACKAGE MATERIALS, INCLUDING DISCLOSURE STATEMENT AND PLAN.

The Plan, Disclosure Statement, Disclosure Statement Order, and all other materials in the Debtors' Solicitation Package (other than Ballots) may be obtained by contacting the Debtors' Voting Agent in writing at Cynergy Ballot Processing Center, Kurtzman Carson Consultants LLC, 2335 Alaska Ave, El Segundo, CA 90245 or may be viewed without charge at www.kccllc.net/cynergydata.

Dated: [], 2010
Wilmington, Delaware

PEPPER HAMILTON LLP

/s/ Evelyn J. Meltzer

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-and-

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*Counsel for the Debtors
and Debtors in Possession*

EXHIBIT 3 TO ORDER

Notice of Non-Voting Status

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

In re:

CD LIQUIDATION CO., LLC, f/ka
CYNERGY DATA, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 09-13038 (KG)

Jointly Administered

**NOTICE OF NON-VOTING STATUS WITH RESPECT
TO IMPAIRED CLASS DEEMED TO REJECT THE PLAN**

PLEASE TAKE NOTICE that on November 12, 2010, the United States Bankruptcy Court for the District of Delaware (the "Court") entered that certain *Order (A) Approving Disclosure Statement, (B) Fixing the Voting Record Date, (C) Approving Solicitation and Voting Procedures With Respect to Debtors' Chapter 11 Plan, (D) Approving Form of Solicitation Package and Notices, and (E) Scheduling Certain Dates in Connection Therewith* (the "Disclosure Statement Order"). In the Disclosure Statement Order, among other things, the Court approved the above-captioned Debtors' *Disclosure Statement Regarding Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* (the "Disclosure Statement") for the proposed Debtors' *Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* thereto as Exhibit A (as amended, modified or supplemented from time to time, the "Plan"), as containing adequate information, as required under section 1125(a) of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"), and authorized the Debtors to solicit acceptances of the Plan.

THE PLAN, DISCLOSURE STATEMENT, DISCLOSURE STATEMENT ORDER, AND ALL OTHER MATERIALS IN THE DEBTORS' SOLICITATION PACKAGE (OTHER THAN BALLOTS) MAY BE OBTAINED BY CONTACTING THE DEBTORS' VOTING AGENT IN WRITING AT CYNERGY BALLOT PROCESSING CENTER, KURTZMAN CARSON CONSULTANTS LLC, 2335 ALASKA AVE, EL SEGUNDO, CA 90245 OR MAY BE VIEWED WITHOUT CHARGE AT www.kccllc.net/cynergydata.

YOU ARE RECEIVING THIS NOTICE BECAUSE UNDER THE TERMS OF THE PLAN, YOU ARE NOT ENTITLED TO RECEIVE OR RETAIN ANY PROPERTY ON ACCOUNT OF YOUR CLAIM(S) AGAINST, OR INTEREST(S) IN, THE DEBTORS AND, THEREFORE, IN ACCORDANCE WITH SECTION 1126(g) OF THE UNITED STATES BANKRUPTCY CODE, YOU ARE (I) DEEMED TO HAVE REJECTED THE PLAN AND (II) NOT ENTITLED TO VOTE ON THE PLAN. ACCORDINGLY, THIS NOTICE AND

¹ The Debtors are the following entities (with the last four digits of their federal tax identification numbers in parentheses): Cynergy Data, LLC (8677); Cynergy Data Holdings, Inc. (8208); Cynergy Prosperity Plus, LLC (4265). The mailing address for the Debtors is 30-30 47th Avenue, 9th Floor, Long Island City, New York 11101.

THE "NOTICE OF (A) HEARING TO CONFIRM THE PLAN OF REORGANIZATION, (B) OBJECTION AND VOTING DEADLINES, (C) SOLICITATION AND VOTING PROCEDURES, AND (D) CERTAIN OTHER INFORMATION" ARE BEING SENT TO YOU FOR INFORMATIONAL PURPOSES ONLY.

ALTHOUGH YOU ARE NOT ENTITLED TO VOTE ON THE PLAN WITH RESPECT TO YOUR CLAIM(S) OR INTEREST(S), YOU MAY BE A PARTY-IN-INTEREST IN THE DEBTORS' CHAPTER 11 CASES.

IF YOU HAVE ANY QUESTIONS ABOUT THE STATUS OF YOUR CLAIM(S) OR INTEREST(S), YOU SHOULD CONTACT THE DEBTORS' VOTING AGENT AT THE ADDRESS SET FORTH ABOVE OR BY CALLING TOLL-FREE (866) 967-0497.

Dated: [], 2010
Wilmington, Delaware

PEPPER HAMILTON LLP

/s/ Evelyn J. Meltzer
David B. Stratton (DE No. 960)
Evelyn J. Meltzer (DE No. 4581)
John H. Schanne, II (DE No. 5260)
Hercules Plaza, Suite 5100
1313 Market Street
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Wilmington, DE 19899-1709
Telephone: (302) 777-6500
Facsimile: (302) 421-8390

-and-

NIXON PEABODY LLP

Mark N. Berman
Dennis J. Drebsky
Lee Harrington (DE No. 4046)
437 Madison Avenue
New York, NY 10022
Telephone: (212) 940-3000
Facsimile: (212) 940-3111

*Counsel for the Debtors
and Debtors in Possession*

EXHIBIT 4 TO ORDER

Form of Ballot

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE COURT.

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

In re:

CD LIQUIDATION CO., LLC, f/ka
CYNERGY DATA, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 09-13038 (KG)

Jointly Administered

**BALLOT FOR ACCEPTING OR REJECTING THE
DEBTORS' JOINT PLAN OF LIQUIDATION**

CLASS [] – [] CLAIMS

RECORD DATE FOR VOTING: November 12, 2010 at 11:00 a.m. (EST)

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE YOUR
ACCEPTANCE OR REJECTION OF THE PLAN.**

THIS BALLOT IS ACCOMPANIED BY A POSTAGE PRE-PAID RETURN ENVELOPE THAT IS ADDRESSED TO THE DEBTORS' VOTING AGENT, KURTZMAN CARSON CONSULTANTS, LLC (THE "VOTING AGENT"). THIS BALLOT MUST BE RECEIVED BY THE VOTING AGENT BY 5:00 P.M. (PREVAILING EASTERN TIME), ON OR BEFORE DECEMBER 14, 2010 (THE "VOTING DEADLINE"). IF YOUR BALLOT IS NOT RECEIVED BY THE VOTING DEADLINE, THE DEBTORS WILL REJECT SUCH BALLOT AS INVALID. IF THE PLAN IS CONFIRMED BY THE COURT, IT WILL BE BINDING ON YOU WHETHER OR NOT YOU VOTE.

¹ The Debtors are the following entities (with the last four digits of their federal tax identification numbers in parentheses): Cynergy Data, LLC (8677); Cynergy Data Holdings, Inc. (8208); Cynergy Prosperity Plus, LLC (4265). The mailing address for the Debtors is 30-30 47th Avenue, 9th Floor, Long Island City, New York 11101.

CD Liquidation Co., LLC f/k/a Cynergy Data, LLC, Cynergy Data Holdings, Inc. and CD Liquidation Co. Plus, LLC f/k/a Cynergy Prosperity Plus, LLC, as debtors and debtors-in-possession herein (each a "Debtor" and collectively, the "Debtors"), have filed the *Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* (the "Plan"). The United States Bankruptcy Court for the District of Delaware (the "Court") has approved the *Disclosure Statement Regarding Debtors' Joint Plan Of Liquidation Under Chapter 11 Of The Bankruptcy Code* (the "Disclosure Statement"), which provides information to assist you in whether to accept or reject the Plan.

All capitalized terms used in the Ballot or in these instructions but not otherwise defined herein shall have the meaning ascribed to such terms in the *Order (A) Approving Disclosure Statement; (B) Fixing a Voting Record Date; (C) Approving Solicitation and Voting Procedures with Respect to Debtors' Plan of Reorganization; (D) Approving Form of Solicitation Package and Notices; and (E) Scheduling Certain Dates in Connection Therewith* (the "Disclosure Statement Order"), the Disclosure Statement, or the Plan, as the case may be.

This Ballot is being sent to you because our records indicate that you are a Holder of an Allowed Class [] [] Claim as of November 12, 2010 at 11:00 a.m. (prevailing Eastern Time) (the "Voting Record Date"), and, accordingly, you have a right to vote to accept or reject the Debtors' Plan.

The Court has approved the Disclosure Statement as containing adequate information pursuant to section 1125 of the Bankruptcy Code. Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. If you believe you have received this Ballot in error, please contact the Voting Agent in writing at Cynergy Ballot Processing Center, Kurtzman Carson Consultants LLC, 2335 Alaska Ave, El Segundo, CA 90245 or by calling toll-free (866) 967-0497.

You should carefully and thoroughly review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice from your own counsel concerning the Plan and classification and treatment of your Claim under the Plan. Your Claim has been placed in Class [] [] Claims under the Plan. All Persons receiving Ballots with respect to Class [] [] Claims should return completed Ballots in accordance with the instructions set forth therein.

PART I. WHO SHOULD USE THIS BALLOT; HOW TO USE THIS BALLOT

This Ballot is to be used by the Holders of Class [] [] Claims. This Ballot may not be used for any purpose other than casting votes to accept or reject the Plan. This Ballot does not constitute, and shall not be deemed to be, a proof of claim or an assertion or admission of a claim.

PLEASE READ AND FOLLOW THE INSTRUCTIONS ON THE BALLOT CAREFULLY. THIS BALLOT IS ACCOMPANIED BY A PRE-ADDRESSED, POSTAGE-PRE-PAID RETURN ENVELOPE. YOUR VOTE MUST BE RECEIVED BY THE VOTING AGENT BY 5:00 P.M. (PREVAILING EASTERN TIME), ON OR BEFORE THE VOTING DEADLINE, DECEMBER 14, 2010.

PART II. ITEMS ON THE BALLOT

Item 1. Amount of Class _____ Claim under the Plan.

The undersigned certifies that as of the Voting Record Date, November 12, 2010, the undersigned was the holder of a Class [] [] Claim in the amount of \$ _____.

Item 2. Claim Vote.

THE DEBTORS RECOMMEND THAT YOU VOTE TO ACCEPT THE PLAN.

The undersigned, the holder of the Class [] [] Claim set forth in Item 1, votes to (please check one):

- ACCEPT (votes FOR) the Plan.
- REJECT (votes AGAINST) the Plan.

Item 3. Disclosures and Certifications.

DISCLOSURES

(i) A Holder of Class [] [] Claim is required to cast the same vote on every Ballot completed by such person or entity with respect to such Class [] [] Claim;

(ii) Notwithstanding Bankruptcy Rule 3018(a), whenever two or more Ballots are cast voting the same claim prior to the Voting Deadline, the Ballot dated latest, but received prior to the Voting Deadline, will be deemed to reflect the voter's intent, and thus, to supersede any prior Ballots, without prejudice to the Debtors' right to object to the validity of the latest Ballot, if otherwise in compliance with the provisions set forth herein, on any basis permitted by law, including under Bankruptcy Rule 3018(a) and, if the objection is sustained, to count the first Ballot for all purposes;

(iii) (a) The Debtors have made available to all creditors entitled to vote on the Plan or their authorized agents all of the Solicitation Package materials, and (b) the Solicitation Package materials are the only materials that creditors are entitled to rely on with respect to the Plan; and

(iv) All authority conferred or agreed to be conferred pursuant to this Ballot, and every obligation of the undersigned hereunder shall be binding upon the transferees, successors, assigns, heirs, executors, administrators, and legal representatives of the undersigned and shall not be affected by, and shall survive, the death or incapacity of the undersigned.

CERTIFICATIONS

Upon execution of this Ballot, the Holder of the Class [] [] Claim identified in Item 1 above certifies that:

(i) As of the Voting Record Date, November 12, 2010, either (a) such person or entity is the Holder of the Class [] [] Claim in the aggregate amount indicated in Item 1 or (b) such person or entity is an authorized signatory for the person or entity which is the Holder of the Class [] [] Claim in the aggregate amount indicated in Item 1;

(ii) Such person or entity (or in the case of an authorized signatory, the Holder) is eligible to be treated as the Holder of such Class [] [] Claim in Item 1 for the purposes of voting on the Plan; and

(iii) Such person or entity (or in the case of an authorized signatory, the Holder) has reviewed and understands the disclosures in the section titled "Disclosures" immediately above.

Name of Creditor: _____
(Print or Type)

Signature: _____

By (If Other Than Creditor): _____

Title (If Appropriate): _____

Social Security or Federal Tax I.D. No. (Optional): _____

Date Completed: _____

Telephone Number: _____

Street Address: _____

City, State and Zip Code: _____

Please check here if the above address is a change of address that you would like reflected in the master mailing list for the Chapter 11 Cases.

**PLEASE COMPLETE, SIGN, AND DATE THE BALLOT AND RETURN IT
PROMPTLY, BUT NO LATER THAN THE VOTING DEADLINE.**

THIS BALLOT MUST BE RECEIVED BY:

If by U.S. Mail:

**Cynergy Ballot Processing Center
Kurtzman Carson Consultants LLC
2335 Alaska Ave
El Segundo, CA 90245**

If by Hand Delivery or Overnight Courier:

**Cynergy Ballot Processing Center
Kurtzman Carson Consultants LLC
2335 Alaska Ave
El Segundo, CA 90245**

**5:00 P.M. (PREVAILING EASTERN TIME) ON OR BEFORE DECEMBER 14, 2010,
OR YOUR VOTE MAY *NOT* BE COUNTED.**

**PLEASE MAKE SURE YOU HAVE PROVIDED
ALL INFORMATION REQUESTED BY THIS BALLOT.**

VOTING INSTRUCTIONS

1. The Debtors are soliciting the votes of holders of Class [] [] Claims described in the Disclosure Statement and Plan. **The Disclosure Statement, Plan, Disclosure Statement Order, and certain other materials contained in the Debtors' Solicitation Package are included in the packet you are receiving with this Ballot. These materials, and all other Solicitation Package materials, are also available by contacting the Debtors' Voting Agent in writing at Cynergy Ballot Processing Center, Kurtzman Carson Consultants LLC, 2335 Alaska Ave, El Segundo, CA 90245 or may be viewed without charge at www.kccllc.net/cynergydata.**
2. All capitalized terms used in this Ballot or in these instructions but not otherwise defined herein shall have the meaning ascribed to them in the Disclosure Statement, the Plan or the Disclosure Statement Order, as the case may be.
3. The Plan can be confirmed by the Court, and therefore made binding on all holders, if it is accepted by the holders of two-thirds (2/3) in amount and more than one-half (1/2) in number of claims in each impaired class voting on the Plan.
4. To ensure that your vote is counted, you must complete and return this Ballot as follows: (a) indicate your decision either to accept or reject the Plan in the boxes provided in Item 2 of the Ballot, and (b) review the Disclosures and Certifications in Item 3 and sign and return the Ballot in the enclosed pre-addressed, postage pre-paid envelope so that it is **ACTUALLY RECEIVED** by the Voting Agent by the Voting Deadline, December 14, 2010 at 5:00 p.m. (prevailing Eastern Time).
5. If a Ballot is received after the Voting Deadline, it may not be counted. The method of delivery of a Ballot to the Voting Agent is at the election and risk of each entity. Except as otherwise provided herein, such delivery will be deemed made only when the original executed Ballot is **ACTUALLY RECEIVED** by the Voting Agent. Sufficient time should be allowed to assure timely delivery. Delivery of a Ballot by facsimile transmission, e-mail or any other electronic means will not be valid. **This Ballot should not be sent to the Debtors, any of their agents (other than the Voting Agent) or the Debtors' financial or legal advisors.**
6. You must vote all of your Claims within a particular Plan class either to accept or reject the Plan and may not split your vote. Accordingly, a Ballot that partially rejects and partially accepts the Plan will not be counted.
7. Notwithstanding Bankruptcy Rule 3018(a), whenever two or more Ballots are cast voting the same claim prior to the Voting Deadline, the Ballot dated latest, but received prior to the Voting Deadline, will be deemed to reflect the voter's intent, and thus, to supersede any prior Ballots, without prejudice to the Debtors' right to object to the validity of the latest Ballot, if otherwise in compliance with the provisions set forth herein, on any basis permitted by law, including under Bankruptcy Rule 3018(a) and, if the objection is sustained, to count the first Ballot for all purposes.

8. The Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan.
9. This Ballot does not constitute, and shall not be deemed to be, a proof of claim or equity interest or an assertion or admission of a claim or equity interest.
10. Unless such defect is waived by the Debtors, the following Ballots shall not be counted in determining the acceptance or rejection of the Plan: (i) any Ballot that is illegible or contains insufficient information to permit the identification of the creditor; (ii) any Ballot cast by a person or entity that does not hold a claim in a class that is entitled to vote on the Plan; (iii) any Ballot cast for a claim scheduled as unliquidated, contingent or disputed for which no proof of claim was timely filed; (iv) any Ballot sent to the Voting Agent by facsimile or other electronic means; and (v) any unsigned Ballot.
11. Any proof of claim for which the Debtors have not filed an objection prior to the Voting Record Date shall be deemed temporarily allowed for voting purposes in the amount stated on the face of the proof of claim. Any proof of claim that includes both a liquidated amount and an unliquidated or contingent amount shall be temporarily allowed for voting purposes in only the liquidated, non-contingent amount, and the unliquidated or contingent amount shall be deemed temporarily disallowed for voting purposes.
12. Any timely filed proof of claim (i) marked as contingent or unliquidated on the face of the proof of claim and/or (ii) not otherwise specifying a fixed or liquidated amount on the face of the proof of claim, shall be temporarily allowed for voting purposes in the amount of \$1.00.
13. If a holder of a claim identifies on the Ballot a claim amount that is less than the scheduled or filed amount of its claim, then the claim will be temporarily allowed for voting purposes in the lesser amount identified on the Ballot.
14. If a claim has been estimated by an order of the Court, then such claim shall be temporarily allowed for voting purposes only in the estimated amount.
15. Unless temporarily allowed for voting purposes by the Court, a claim listed in the Debtors' schedules as contingent, unliquidated, or disputed, and for which a proof of claim was not (i) filed by the bar date for filing proofs of claim as established by the Court or (ii) deemed timely filed by an order of the Court prior to the Voting Deadline, shall be temporarily disallowed for voting purposes.
16. Notwithstanding anything else provided herein, if (i) the Debtors or another party-in-interest has objected to a claim by serving an objection, motion, adversary proceeding or otherwise to a claim or a portion of a claim on or before the Voting Record Date and (ii) such claim or portion of a claim has not been temporarily allowed by an order of the Court for voting purposes, then the claim shall be deemed disallowed for voting purposes or shall be allowed only in the undisputed amount set forth in the objection.

17. Unless temporarily allowed for voting purposes by the Court, if a proof of claim asserts a claim that is not in U.S. dollars, such claim shall be treated as unliquidated and allowed for voting purposes only in the amount of \$1.00.
18. Please be sure to sign and date your Ballot. If you are signing the Ballot as a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation, or acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Voting Agent, the Debtors, or the Court, must submit proper evidence satisfactory to the requesting party to so act on behalf of the Holder of the Claim. In addition, please provide your name and mailing address if different from that set forth on the attached mailing label or if no such mailing label is attached, to the Ballot.
19. Unless otherwise directed by the Court, delivery of a defective or irregular Ballot will not be deemed to have been made until such defect or irregularity has been cured or waived by the Debtors. Any waiver by the Debtors of defects or irregularities in any Ballot will be detailed in the Voting Report filed with the Court by the Voting Agent. Neither the Debtors, nor any other person or entity, will be under any duty to provide notification of defects or irregularities with respect to delivered Ballots, nor will any of them incur any liability for failure to provide such notification.
20. If you have any questions regarding the Ballot, please contact the Voting Agent immediately.
21. No fees or commissions or other remuneration will be payable to any broker, dealer or other person for soliciting Ballots accepting or rejecting the Plan.

**PLEASE DELIVER YOUR BALLOT PROMPTLY, BUT NO LATER THAN THE
VOTING DEADLINE.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THESE VOTING
INSTRUCTIONS, PLEASE CONTACT THE VOTING AGENT TOLL FREE AT**

(866) 967-0497