

Hearing Date: July 29, 2021, at 10:00 a.m. (prevailing Eastern Time)  
Response Deadline: July 22, 2021, at 4:00 p.m. (prevailing Eastern Time)

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

In re:	)	
	)	Chapter 11
WINDSTREAM FINANCE, CORP., <i>et al.</i> , <sup>1</sup>	)	Case No. 19-22397 (RDD)
	)	
Reorganized Debtors.	)	(Formerly Jointly Administered
	)	under Lead Case: Windstream
	)	Holdings, Inc., Case No. 19-22312)

**CERTIFICATE OF NO OBJECTION REGARDING  
REORGANIZED DEBTORS' EIGHTEENTH OMNIBUS  
OBJECTION TO THE EQUITY INTEREST CLAIMS AND NO LIABILITY CLAIMS**

Pursuant to 28 U.S.C. § 1746 and Rule 9075-2 of the Local Bankruptcy Rules for the Southern District of New York (the "Local Bankruptcy Rules") and in accordance with this Court's applicable procedures set forth in the *Final Order Establishing Certain Notice, Case Management, and Administrative Procedures* (the "Case Management Order") [Docket No. 392] and the *Order (I) Approving (A) Omnibus Claims Objection Procedures, (B) Omnibus Substantive Claims Objections and Form of Notice, and (C) Satisfaction Procedures and Form of Notice and*

<sup>1</sup> The last four digits of the Reorganized Debtor Windstream Finance, Corp.'s tax identification number are 5713. Due to the large number of Reorganized Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the reorganized 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 Reorganized Debtors' claims and noticing agent at <http://www.kcellc.net/windstream>. The location of the Reorganized Debtors' service address for purposes of these chapter 11 cases is 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

(II) *Waiving Bankruptcy Rule 3007(e)(6)* (the “Objection Procedures Order”) [Docket No. 1141], the undersigned counsel for the above-captioned reorganized debtors (the “Reorganized Debtors”) hereby certifies as follows:

1. On June 29, 2021, the Reorganized Debtors filed the *Reorganized Debtors’ Eighteenth Omnibus Objection to the Equity Interest Claim and No Liability Claims* (the “Objection”) [Docket No. 135] and provided service of the Objection to the relevant parties, including a customized notice thereof, via first class mail, as evidenced by the *Certificate of Service* [Docket No. 140].

2. In accordance with the Objection Procedures Order, responses to the Objection were due no later than July 22, 2021, at 4:00 p.m., prevailing Eastern Time (the “Response Deadline”). Local Rule 9075-2 and the Case Management Order provide that the Objection may be granted without a hearing if (a) no objection, responsive pleadings, or requests for a hearing have been filed on or before the applicable response deadline and (b) the attorney for the entity that filed the Objection complies with such rule.

3. As of the filing of this certificate, more than forty-eight (48) hours have elapsed since the Response Deadline, and, to the best of my knowledge, no objection, responsive pleadings, or request for a hearing that have been (a) filed with the Court on the docket of the above-captioned chapter 11 cases (or the formerly jointly-administered docket) or (b) served on the Reorganized Debtors or their counsel remain unresolved with respect to entry of the proposed order attached hereto as **Exhibit A** (the “Order”).

4. A certain change to Schedule 2 to the Order is reflected in the blacklined schedule attached hereto as **Exhibit B**.

5. Accordingly, the Reorganized Debtors respectfully request entry of the Order at the Court's earliest convenience. If not entered prior to the hearing, the Reorganized Debtors will seek entry of the Order at the hearing scheduled for 10:00 a.m., prevailing Eastern Time, on Thursday, July 29, 2021, before the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601.

*[Remainder of page intentionally left blank]*

Dated: July 26, 2021  
New York, New York

*/s/ Stephen E. Hessler, P.C.*

Stephen E. Hessler, P.C.

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**Exhibit A**

**Proposed Order**

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

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In re:	)	
	)	Chapter 11
WINDSTREAM FINANCE, CORP., <i>et al.</i> , <sup>1</sup>	)	Case No. 19-22397 (RDD)
	)	
Reorganized Debtors.	)	(Formerly Jointly Administered
	)	under Lead Case: Windstream
	)	Holdings, Inc., Case No. 19-22312)

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**ORDER GRANTING REORGANIZED DEBTORS' EIGHTEENTH OMNIBUS  
OBJECTION TO THE EQUITY INTEREST CLAIM AND NO LIABILITY CLAIMS**

Upon the objection, dated June 29, 2021 (the "18th Objection")<sup>2</sup> of the above-captioned reorganized debtors (collectively, the "Reorganized Debtors") for entry of an order (this "Order") disallowing, modifying and/or expunging the claims as identified on **Schedules 1** and **2** attached hereto and pursuant to sections 502(b) and 503(b) of the Bankruptcy Code, as applicable, Bankruptcy Rule 3007, and the Objection Procedures Order [Docket No. 1141], all as more fully set forth in the 18th Objection; and upon the Bixler Declaration; and the Court having found that it has 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 pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the Reorganized Debtors provided due

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<sup>1</sup> The last four digits of the Reorganized Debtor Windstream Finance, Corp.'s tax identification number are 5713. Due to the large number of Reorganized Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the reorganized 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 Reorganized Debtors' claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Reorganized Debtors' service address for purposes of these chapter 11 cases is 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

<sup>2</sup> Capitalized terms used in this Order and not defined herein have the meanings given to such terms in the 18th Objection [Docket No. 135].

and sufficient individualized notice of the 18th Objection and the opportunity for a hearing thereon; and there being no opposition to the relief granted herein; and no additional notice or a hearing being required under the circumstances; and after due deliberation the Court having determined that the legal and factual bases set forth in the 18th Objection establish just cause for the relief granted herein, in that the 18th Objection rebutted any presumption of the validity of the claims at issue and the respective claimants have not carried their burden of proof; and the relief granted herein being in the best interests of the estates, creditors, and other parties in interest; now, therefore, it is HEREBY ORDERED THAT:

1. The 18th Objection is granted as set forth herein.
2. The Equity Interest Claim listed on **Schedule 1** attached hereto is disallowed and expunged in their entirety.
3. The No Liability Claims listed on **Schedule 2** attached hereto are disallowed and expunged in their entirety.
4. Kurtzman Carson Consultants LLC is authorized to update the claims register to reflect the relief granted in this Order.
5. Entry of this Order is without prejudice to the Reorganized Debtors' right to object to any other claims in these chapter 11 cases or to further object to the claims as addressed in the 18th Objection and as identified on **Schedules 1** and **2** attached hereto (to the extent they are not disallowed and expunged pursuant to this Order) on any grounds whatsoever at a later date.
6. Each objection to each claim as addressed in the 18th Objection and as identified on **Schedules 1** and **2** attached hereto constitutes a separate contested matter as contemplated in Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each claim as addressed in the 18th Objection and as identified on **Schedules 1** and **2** attached hereto. Any stay

of this Order shall apply only to the contested matter that involves such claim and shall not act to stay the applicability or finality of this Order with respect to the other contested matters covered hereby.

7. Notice of the 18th Objection shall be deemed good and sufficient, and the applicable requirements of the Bankruptcy Rules and Local Bankruptcy Rules have been satisfied.

8. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

9. The Reorganized Debtors are authorized to take any and all actions reasonably necessary or appropriate to effectuate the relief granted pursuant to this Order.

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

White Plains, New York  
Dated: \_\_\_\_\_, 2021

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THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE



**Schedule 1**

**Equity Interest Claim**

Windstream Finance, Corp. 19-22397  
 Eighteenth Omnibus Claims Objection  
 Schedule 1 - Equity Interest Claim

NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
1 JOHN SADALLAH 207 WASHINGTON DRIVE NEW HARTFORD, NY 13413	5/13/2021	19-22397	Windstream Finance Corp.	8796	\$ 10,000.00
TOTAL					\$ 10,000.00

Reason: The claimant filed the proof of claim on account of an interest, rather than a claim, as defined in Bankruptcy Rule 3007(d)(7).

**Schedule 2**

**No Liability Claims**

Windstream Finance, Corp. 19-22397  
 Eighteenth Omnibus Claims Objection  
 Schedule 2 - No Liability Claims

NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
1 AERO GROUP INC. 120 E CLARK ST FREEPORT, IL 61032	2/4/2020	19-22312	Windstream Holdings, Inc.	8003	\$ 15,000.00
Reason: Pursuant to the Debtors' books and records, no amounts are due and no liability exists for this claim. This claim has been consensually resolved with that certain letter dated May 12, 2021.					
2 EARTHLINK, LLC AND EACH OF ITS AFFILIATES AND CERTAIN RELATED PARTIES ATTN SHRAVAN THADANI AND TREVOR JOHNSTON TRIVE CAPITAL 2021 MCKINNEY AVENUE, SUITE 1200 DALLAS, TX 75201	7/12/2019	19-22312	Windstream Holdings, Inc.	5813	\$ 17,194.00*
Reason: Pursuant to the Debtors' books and records, no amounts are due and no liability exists for this claim. The monetary obligations in connection with this claim have been satisfied or released, and the Reorganized Debtors have made certain representations to resolve the asserted nonmonetary obligation in connection with this claim. Accordingly, the Debtors have no outstanding liability in connection with this claim.					
3 NOLIN RURAL ELECTRIC COOP CORP 411 RING ROAD ELIZABETHTOWN, KY 42701-6767	7/12/2019	19-22512	Windstream New York, Inc.	5596	\$ 48,478.70
Reason: Pursuant to the Debtors' books and records, no amounts are due and no liability exists for this claim. This claim was satisfied with certain payments (including check nos. 9800138, 1123645, and 1271381).					
TOTAL					\$ 80,672.70*

\* Indicates claim contains unliquidated and/or undetermined amounts

**Exhibit B**

**Revised Schedule**

**Schedule 2 to Exhibit B**

**No Liability Claims (Revised)**

Windstream Finance, Corp. 19-22397  
Eighteenth Omnibus Claims Objection  
Schedule 2 - No Liability Claims

NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
1 AERO GROUP INC. 120 E CLARK ST FREEPORT, IL 61032	2/4/2020	19-22312	Windstream Holdings, Inc.	8003	\$ 15,000.00
2 <del>COLLECTORS OFFICE CITY OF MARLBOROUGH ELLEN BRISTOL 140 MAIN STREET MARLBOROUGH, MA 01752</del>	<del>8/19/2019</del>	<del>19-22312</del>	<del>Windstream Holdings, Inc.</del>	<del>7384</del>	<del>\$ 48,104.77</del>
<del>Reason: Pursuant to the Debtors' books and records, no amounts are due and no liability exists for this claim. The Reorganized Debtors have provided the claimant materials showing that this claim is based on a duplicate assessment.</del>					
3 EARTHLINK, LLC AND EACH OF ITS AFFILIATES AND CERTAIN RELATED PARTIES ATTN SHRAVAN THADANI AND TREVOR JOHNSTON TRIVE CAPITAL 2021 MCKINNEY AVENUE, SUITE 1200 DALLAS, TX 75201	7/12/2019	19-22312	Windstream Holdings, Inc.	5813	\$ 17,194.00*
Reason: Pursuant to the Debtors' books and records, no amounts are due and no liability exists for this claim. The monetary obligations in connection with this claim have been satisfied or released, and the Reorganized Debtors have made certain representations to resolve the asserted nonmonetary obligation in connection with this claim. Accordingly, the Debtors have no outstanding liability in connection with this claim.					
4 NOLIN RURAL ELECTRIC COOP CORP 411 RING ROAD ELIZABETHTOWN, KY 42701-6767	7/12/2019	19-22512	Windstream New York, Inc.	5596	\$ 48,478.70
Reason: Pursuant to the Debtors' books and records, no amounts are due and no liability exists for this claim. This claim was satisfied with certain payments (including check nos. 9800138, 1123645, and 1271381).					
TOTAL					\$ 128,777.47*

\* Indicates claim contains unliquidated and/or undetermined amounts