

**UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

IN RE:	)	Chapter 11
	)	
SENTINEL MANAGEMENT GROUP, INC.,	)	Case No. 07-14987
	)	
	)	
Debtor.	)	Honorable John H. Squires

**ORDER APPROVING (A) DISCLOSURE STATEMENT AND  
(B) SOLICITATION AND VOTING PROCEDURES AND  
SETTING HEARING ON CONFIRMATION OF LIQUIDATION PLAN**

This matter having come before the Court (a) upon the hearing on the adequacy of the Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Amended Chapter 11 Plan of Liquidation (the "Disclosure Statement") and (b) on the Plan Proponents' Joint Motion for Order Approving Solicitation and Voting Procedures and Setting Hearing on Confirmation of Liquidating Plan (docket no. 543) (the "Original Motion"), the Supplement to the Original Motion (docket no. 570) (the "Supplement") and the Response to the Objections (the "Response", and together with the Original Motion and the Supplement, the "Motion")<sup>1</sup>, it appearing to the Court that (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interests of the Estate, its Creditors, and other parties in interest; (iv) proper and adequate notice of the Motion and the hearing having been given and that no other or further notice is necessary; and (v) upon the record herein after due deliberation thereon, that the relief should be granted as set forth in this Order below,

**IT IS HEREBY FOUND THAT:**

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<sup>1</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

1. The Plan Proponents have provided adequate notice of the hearing on the Disclosure Statement and the Motion in accordance with Bankruptcy Rules 2002 and 3017.

2. The forms of the Ballots, substantially in the forms attached to the Motion (i) are consistent with Official Form No. 14, (ii) adequately address the particular needs of the Chapter 11 Case, (iii) are appropriate for each Class of Claims entitled to vote to accept or reject the Plan, and (iv) comply with Bankruptcy Rule 3017(d).

3. Ballots need not be provided to Holders of Claims in Class 1 (Other Priority Claims) because this class is unimpaired and is conclusively presumed to have accepted the Plan in accordance with Section 1126(f) of the Bankruptcy Code.

4. Ballots need not be provided to Holders of Claims in Class 5 (Subordinated Claims) and to Holders of Class 6 (Equity Interests) because these classes will not receive a distribution under the Plan and are deemed to have rejected the Plan in accordance with Section 1126(g) of the Bankruptcy Code.

5. The period during which the Plan Proponents may solicit votes to accept or reject the Plan, as established by this Procedures Order, provides sufficient time for Creditors to make informed decisions to accept or reject the Plan and submit timely Ballots.

6. The procedures for the solicitation and tabulation of votes to accept or reject the Plan, as approved herein, provide for a fair and equitable voting process and are consistent with Section 1126 of the Bankruptcy Code.

7. The contents of the Solicitation Packages, the Notice Packages, the procedures for providing notice of the Confirmation Hearing and the other matters set forth in the Confirmation Hearing Notice, substantially in the form annexed to the Original Motion as Exhibit E, comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all

interested parties in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules.

8. The Confirmation Hearing Notice provides due and sufficient notice of the time, date, and location of the Confirmation Hearing under the circumstances and complies with Bankruptcy Rule 2002.

**ACCORDINGLY, IT IS HEREBY ORDERED THAT:**

9. The Disclosure Statement (Docket No. 592) related to the Amended Chapter 11 Plan of Liquidation (Docket No. 591) is APPROVED.

10. The relief requested in the Motion is GRANTED as provided herein.

11. All Objections to the Disclosure Statement and the Motion are overruled, except as otherwise stated on the record.

12. June 16, 2008 shall be established as the Voting Record Date for determining: (a) the Creditors that are entitled to receive Solicitation Packages and other notices; (b) the Creditors entitled to vote to accept or reject the Plan; and (c) whether Claims entitled to vote on the Plan 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.

13. June 20, 2008 shall be established as the Solicitation Mailing Deadline.

14. July 2, 2008 shall be established as the deadline for filing objections to claims for voting purposes only.

15. July 14, 2008 at 4:00 p.m. Central Daylight Time shall be established as the deadline for the filing and serving (as provided in the Motion) of Rule 3018(a) Motions requesting temporary allowance of a movant's Claim for purposes of voting pursuant to Bankruptcy Rule 3018(a).

16. August 1, 2008 at 5:00 p.m. Central Daylight Time shall be established as the deadline for the filing and serving (as provided in the Motion) of objections to confirmation of the Plan or proposed modifications to the Plan, if any.

17. August 1, 2008 at 4:00 p.m. Central Daylight Time shall be established as the deadline by which Ballots must be properly executed, completed and filed with the Clerk of the Court at 219 S. Dearborn Street, Room 710, Chicago, Illinois, 60604 or, for those with access to the Court's ECF system, electronically on the Court's ECF website at <https://ecf.ilnb.uscourts.gov/>.

18. The Ballots, substantially in the forms attached to the Motion, are APPROVED. The appropriate Ballots shall be distributed to Holders of Claims in the classes entitled to vote to accept or reject the Plan. All votes to accept or reject the Plan must be cast by using the appropriate Ballot.

19. The Confirmation Hearing Notice, substantially in the form attached to the Motion is hereby APPROVED.

20. The Rule 3018(a) Notice and the Notices of Non-Voting Status, substantially in the forms attached to the Motion, are hereby APPROVED.

21. The vote tabulation procedures described in the Motion are hereby APPROVED; provided, however, in accordance with Bankruptcy Rule 3018(a) a Creditor may only change or withdraw its vote for cause shown after notice and a hearing.

22. The Court shall hold the Confirmation Hearing on August 12, 2008 at 1:00 p.m., prevailing Central Daylight Time.

23. The Plan Proponents are authorized and empowered to take all actions and execute such other documents as may be necessary to implement the relief granted herein.

24. Notwithstanding the possible applicability of Bankruptcy Rules 6006(d), 7062, 9014, or otherwise, the terms and conditions of this Procedures Order shall be immediately effective and enforceable upon its entry.

Dated: Chicago, Illinois  
June 19, 2008

A handwritten signature in black ink that reads "John H. Squires" followed by a circled "ea".

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HONORABLE JOHN H. SQUIRES  
UNITED STATES BANKRUPTCY JUDGE