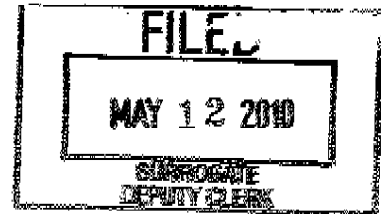


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Attorneys for Warren J. Martin Jr., Assignee for the
Benefit of Creditors of Fleer/Skybox International, LP



THIS RELIEF SET FORTH BELOW
IS ORDERED AND FILED

MAY 12 2010

MICHAEL J. HOGAN, P.J. Clk.

In the Matter of the General Assignment for
the Benefit of Creditors of FLEER/SKYBOX
INTERNATIONAL, LP,

Assignor,

to

WARREN J. MARTIN JR.,

Assignee.

SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION, PROBATE PART
BURLINGTON COUNTY

DOCKET NO: 2005-1394

ORDER TO SHOW CAUSE

THIS MATTER having been brought before the Court by way of the Verified Complaint¹ seeking final judgment approving and allowing (I) Abandonment/Destruction of Books, Records and Remaining Miscellaneous Property, Settlement With Iron Mountain and Sale of Remaining *De Minimis* Assets, (II) Establishment of Administrative Escrow and (III) Distributions on Remaining Creditor Claims, Final Accounting and Reduction of Bond pursuant to New Jersey Court Rules 4:67, 4:83-1, and 4:87-1 to 87-9; and the Court having read and considered the papers submitted in support of the Assignee's Verified Complaint, including the Assignee's Application and accompanying documents;

¹ Capitalized terms not defined herein shall have the meaning ascribed to such terms in the Verified Complaint.

IT IS on this 12th day of MAY, 2010;

ORDERED that all creditors and parties-in-interest on the annexed service list shall appear and show cause before the Honorable Michael J. Hogan, J.S.C., a Judge of the Superior Court of the State of New Jersey, at the Superior Court of New Jersey, Chancery Division, Probate Part, Burlington County, 49 Rancocas Road, Mt. Holly, New Jersey 08060, on **July 16, 2010 at 9:00 a.m.** (the "Final Accounting Hearing"), or as soon thereafter as counsel may be heard why an Order should not be entered granting the following:

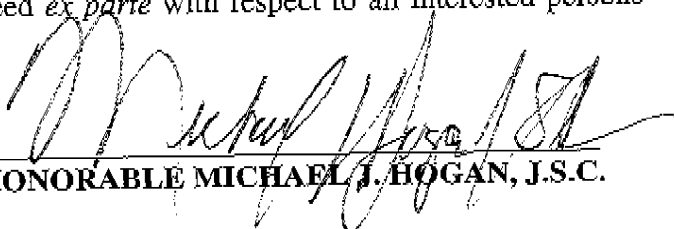
- a. authorizing the Assignee to enter into an agreement with Iron Mountain substantially in the Proposed Form of Iron Mountain Agreement annexed to the Verified Complaint as Exhibit B;
- b. authorizing the Assignee to abandon and destroy books, records and remaining miscellaneous property, including the Stored Assets;
- c. approving the SMFC Sale II;
- d. authorizing the Assignee to establish the Administrative Escrow for application to administrative costs incurred during the Final Compensation Period;
- e. approving the Final Accounting of the Assignee;
- f. approving the Assignee's periodic reduction of the Assignee's Bond to an amount not less than the amount of funds held in the Account at the time of such reduction;
- g. approving the Assignee's request to issue W-9 forms to all creditors entitled to distribution to either (i) their last known

addresses per the Assignee's records or (ii) forwarding addresses provided by the United States Postal Service or by creditors themselves; and that creditors failing to return completed W-9 forms to the Assignee within 30 days of the Assignee's request for a completed W-9 form (or within any further time period expressly agreed to in writing between the Assignee and such creditor) shall not share in any further distribution or the Final Distribution;

- h. approving the distributions to creditors and other parties-in-interest as reflected in the Final Accounting;
- i. authorizing the Assignee to donate any unused portion of the Administrative Escrow and funds relating to Unreachable Creditors to the Consumer Education Fund of the Burlington County Office of Consumer Affairs; and
- j. approving any other relief requested in the Verified Complaint; and it is further

ORDERED that, pursuant to New Jersey Rules of Court, a copy of this Order, Verified Complaint, and any other pleadings shall be served by Assignee's counsel via first class mail (not registered or certified mail, return receipt requested) or via electronic mail upon the interested parties on the Core Service List, within ten (10) days from receipt by Assignee's counsel of this Order, and such service shall constitute due and sufficient notice of the hearing on the Assignee's Final Accounting and all related relief requested herein in accordance with New Jersey Court Rule 4:87-4(a) and (b); and it is further

ORDERED that any interested person who desires to be heard in this action shall, not later than sixteen (16) days before the hearing on the Assignee's Final Accounting, serve upon counsel for the Assignee and file with this Court such interested person's Answer and/or opposing certification. This action may proceed *ex parte* with respect to all interested persons defaulting.


HONORABLE MICHAEL J. HOGAN, J.S.C.