

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

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| In re | : | Chapter 11 |
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| RUNWAY LIQUIDATION HOLDINGS, LLC, et al.,¹ | : | Case No. 17-10466 (SCC) |
| | : | |
| Debtors. | : | Jointly Administered |
| -----X | | |

**ORDER APPROVING AND AUTHORIZING THE DESTRUCTION, ABANDONMENT,
OR OTHER DISPOSAL OF CERTAIN REMAINING RECORDS AND DOCUMENTS
IN THE POST-EFFECTIVE DATE DEBTORS' POSSESSION**

Upon the motion (the "Motion")² of the Plan Administrator, on behalf of the Post-Effective Date Debtors, for entry of an order (this "Order"), authorizing the Plan Administrator to destroy certain books, records, and files that are of inconsequential value to the Post-Effective Date Debtors, and the retention of which is burdensome to the Post-Effective Date Debtors; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 158(a); and it appearing that the relief requested by the Motion is in the best interests of the Post-Effective Date Debtors, creditors, and other parties in interest; and after due deliberation and for good cause appearing for the Motion, it is hereby

ORDERED that the Motion is hereby granted; and it is further

ORDERED that the Plan Administrator is authorized but not directed to destroy or otherwise dispose of or abandon the Files (as defined in the Motion and set forth on Exhibit A

¹ A list of the Post-Effective Date Debtors in these chapter 11 cases, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number include: Runway Liquidation Holdings, LLC (6857); Runway Liquidation, LLC (5942); Runway Liquidation Intermediate Holdings, LLC (3673); MR Liquidation, LLC (9200); and MMH Liquidation, LLC (3854).

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

thereto), as more particularly set forth in the Motion and to take any and all actions necessary to effectuate the same; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

New York, New York
Dated: May 18, 2018

/S/ Shelley C. Chapman
THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE