

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MINNESOTA**

In re:	Jointly Administered Under Case No. 17-30673 (MER)
Gander Mountain Company, Overton's, Inc.,	Case No. 17-30673 Case No. 17-30675
Debtors.	Chapter 11 Cases

**AGREED ORDER GRANTING MONROEVILLE PLAZA 1989 LIMITED
PARTNERSHIP'S MOTION FOR ALLOWANCE OF
ADMINISTRATIVE EXPENSE CLAIM**

This matter came before the court on the motion of Monroeville Plaza 1989 Limited Partnership (the "Landlord") for allowance of an administrative priority claim under 11 U.S.C. §§ 365(d)(3) and 503(b) (the "Motion"). After discussions between Gander Mountain Company and Overton's, Inc. (the "Debtors") and the Landlord, the parties entered into an agreement and submitted a proposed agreed order. Based upon the arguments of counsel, the proposed agreed order, and the files, records, and proceedings herein,

IT IS ORDERED:

1. The Landlord is granted an allowed claim under 11 U.S.C. §§ 365(d)(3) and 503(b) in the total amount of \$37,500. The Debtors shall pay this amount to the Landlord within 5 business days after the entry of this order.
2. The payment described in paragraph 1 is in full satisfaction for all remaining unpaid administrative expense claims that the Landlord may assert for post-petition amounts due to the Landlord under the Landlord's lease and the Landlord shall not assert any additional claims under 11 U.S.C. §§ 365(d)(3) and 503(b)(1)(A) .

3. Nothing contained in this order shall limit, in any way, any claim the Landlord may assert for lease rejection damages pursuant to 11 U.S.C. § 502(b)(6). Nothing contained in this order shall limit, in any way, the Debtors' defenses to any such lease rejection damages claim.

Dated: *November 15, 2017*

/e/ Michael E. Ridgway

Michael E. Ridgway
United States Bankruptcy Judge

NOTICE OF ELECTRONIC ENTRY AND FILING ORDER OR JUDGMENT Filed and Docket Entry made on <i>11/15/2017</i> Lori Vosejpka, Clerk, by AMM
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Certificate of Notice Page 3 of 13
United States Bankruptcy Court
District of Minnesota

In re:
Gander Mountain Company
Debtor

Case No. 17-30673-MER
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0864-3 User: amm Page 1 of 11 Date Rcvd: Nov 15, 2017
Form ID: pdf111 Total Noticed: 24

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Nov 17, 2017.

- at y Faegre Baker Daniels LLP, 2200 Wells Fargo Center, 90 South Seventh St, Minneapolis, MN 55402-3901
at y +Fred B Ringel, Robinson Brog Leinwand Greene, 875 Third Avenue, 9th Floor, New York, NY 10022-0123
at y +Fredrikson & Byron PA, 200 South Sixth St, Ste 4000, Minneapolis, MN 55402-1425
at y +Gerard S. Catalanello, Alston & Bird LLP, 90 Park Ave, New York, NY 10016-1387
at y +Ian S. Fredericks, c/o Hilco, 5 Revere Dr., #300, Northbrook, IL 60062-8014
at y +Jarrod B. Martin, Nathan Sommers Jacobs, 2800 Post Oak Blvd., 61st Fl., Houston, TX 77056-6131
at y +Jason B Gott, Latham and Watkins, 330 N. Wabash Ave., Ste 2800, Chicago, IL 60611-3695
at y +Jeffrey Snyder, Bilzin Sumberg Baena Price & Axelrod, LL, 1450 Bickell Ave., 23rd Fl., Miami, FL 33131-3456
at y +John F. Ventola, Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110-4120
at y +Jonathan W. Young, Locke Lord LLP, 111 Huntington Ave, Boston, MA 02199-7610
at y +Kay D. Brock, Travis County Attorney, PO Box 1748, Austin, TX 78767-1748
at y +Mark D. Silva, Morgan, Lewis & Bockius LLP, One Federal Street, Boston, MA 02110-2003
at y +Matthew T Schaeffer, Bailey Cavalieri LLC, 10 West Broad St., Suite 2100, Columbus, OH 43215-3455
at y +Neil M. Snyder, Wachtell, Lipton, Rosen & Katz, 51 West 52nd Street, New York, NY 10019-6150
at y +Owen Sonik, Perdue, Brandon, Fielder, Collins & Mott, 1235 North Loop West, Ste. 600, Houston, TX 77008-1772
at y ROBERT C EDMUNDSON, SENIOR DEPUTY ATTORNEY GENERAL, COUNSEL TO PA DEPT OF REVENUE, 564 FORBES AVE, 5TH FL, MANOR COMPLEX, PITTSBURGH, PA 15219
at y +Rachel L. Biblo, Jackson Walker LLP, 2323 Ross Ave., Ste. 600, Dallas, TX 75201-2725
at y +Robert B. Berner, Bailey Cavalieri LLC, 40 N. Main Street, Suite 1250, Dayton, OH 45423-1016
at y Sharon Z. Weiss, Bryan Cave LLP, 120 Broadway, Suite 300, Santa Monica, CA 90401-2386
at y +Susan Jill Rice, Alward Fisher Rice Rowe & Graf, PLC, 202 E. State Street, Ste. 100, Traverse City, MI 49684-5732
at y +Thomas Hemmendinger, Brennan Recuperero Cascione Scungio..., 362 Broadway, Providence, RI 02909-1434
at y +Thomas M. Gaa, Bialson Bergen & Schwab PC, 633 Menlo Ave., Suite 100, Menlo Park, CA 94025-4711
int p +ETCO Properties, Inc., 2435 W. Wayzata Blvd., Long Lake, MN 55356-9801
cr +Saginaw County Treasurer, 111 S Michigan Ave, Saginaw, MI 48602-2019

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center. NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Nov 17, 2017

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on November 15, 2017 at the address(es) listed below:

- Abigail M McGibbon on behalf of Interested Party Pathlight Capital LLC
abigail.mcgonibbon@gpmlaw.com
Alan D. Smith on behalf of Creditor Grundens USA, Ltd ADSmith@perkinscoie.com, vbarei@perkinscoie.com;al-smith-9439@ecf.pacerpro.com
Amanda K. Schlitz on behalf of Creditor Verizon Credit Inc. ASchlitz@eckbergglammers.com, kwoerner@eckbergglammers.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Amanda K. Schlitz on behalf of Interested Party Oracle America, Inc.
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Total Noticed: 24

Date Rcvd: Nov 15, 2017

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Cynthia A. Moyer on behalf of Debtor 1 Gander Mountain Company cmoyer@fredlaw.com, sstallings@fredlaw.com;stimm@fredlaw.com
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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David E. Runck on behalf of Interested Party Round Rock Crossings Texas, LP
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David T. Shay on behalf of Interested Party Shay Law Office, LTD dts@shaylaw.com
David W Larson on behalf of Interested Party CM Architecture, P.A. dwlarson@martinsquires.com
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Dennis M Ryan on behalf of Debtor 1 Overton's Inc. dennis.ryan@faegrebd.com
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Dustin P. Branch on behalf of Interested Party ARC RGCHRNCO01, LLC branchd@ballardspahr.com,
carolod@ballardspahr.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Elizabeth Weller on behalf of Interested Party Cypress-Fairbanks ISD bethw@publicans.com,
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Elizabeth Weller on behalf of Creditor American Electric Power bethw@publicans.com,
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Elizabeth Weller on behalf of Interested Party County of Dallas, Texas bethw@publicans.com,
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Elizabeth Weller on behalf of Interested Party Fort Bend County bethw@publicans.com,
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Elizabeth Weller on behalf of Interested Party Lewisville ISD bethw@publicans.com,
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george@warnerlawmn.com
George E. Warner, Jr. on behalf of Plaintiff Amtai Imports, Inc. george@warnerlawmn.com
George E. Warner, Jr. on behalf of Creditor CZ-USA george@warnerlawmn.com
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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laurie@mantylaw.com
Jacqueline J. Williams on behalf of Interested Party County of Dallas, Texas
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Jacqueline J. Williams on behalf of Interested Party County of McLennan, Texas
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stimm@fredlaw.com
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Jane Welch on behalf of Interested Party Sig Sauer jwelch@morrisonsond.com,
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Jeffrey D. Klobucar on behalf of Interested Party Cisco Systems Capital Corporation
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Jeffrey D. Klobucar on behalf of Interested Party AEI Fund Management, Inc.; AEI Income &
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Property Fund VIII LP jklobucar@bassford.com, pcarter@bassford.com
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Jennifer D. Raviele on behalf of Interested Party National Retail Properties
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Jil Mazer-Marino on behalf of Interested Party Alief ISD jmazermarino@msek.com
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Mark J Kalla on behalf of Interested Party Park West Village Phase II, LLC mkalla@lapplibra.com, nfriedman@lapplibra.com
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Patrick D. Newman on behalf of Interested Party Cisco Systems Capital Corporation pnewman@bassford.com, pcarter@bassford.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Patrick D. Newman on behalf of Interested Party AEI Fund Management, Inc.; AEI Income & Growth Fund XXI Limited Partnership; AEI Accredited Investor Fund V LP; and AEI National Income Property Fund VIII LP pneyman@bassford.com, pcarter@bassford.com

Patti J. Sullivan on behalf of Interested Party City of Waco and Waco Independent School District patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party County of Brazos, Texas patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party County of Denton, Texas patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party Spring ISD patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Creditor Tax Appraisal District of Bell County, et al patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party Arlington ISD patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party Lubbock Central Appraisal District patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party Alief ISD patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party City of Lewisville, Texas patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party W. Harris County MUD 6 patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party Potter County Tax Office patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party Bowie Central Appraisal District patti@mnmicro.net, krisann@pattisullivan.com

Patti J. Sullivan on behalf of Interested Party Randall County Tax Office patti@mnmicro.net, krisann@pattisullivan.com

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Paul A Levine on behalf of Interested Party Kevin and Stephen Corp. plevine@lemerygreisler.com, phartl@lemerygreisler.com

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Paul L. Ratelle on behalf of Interested Party 6100 Pacific, LLC pratelle@fwhtlaw.com, abarthel@fwhtlaw.com

Peter B Tiede on behalf of Interested Party City of Corsicana and Navarro, County, Texas ptiede@tiedegrabarski.com, randreotti@tiedegrabarski.com

Ralph Mitchell on behalf of Interested Party Clam Corporation rmitchell@lapplibra.com, JCollins@lapplibra.com

Reed Aaron Heiligman on behalf of Interested Party OpticsPlanet, Inc. rheiligman@fgllp.com, ccarpenter@fgllp.com

Richard D Anderson on behalf of Interested Party GM Lansing 824, LLC randerson@briggs.com, mjacobson@briggs.com

Richard D Anderson on behalf of Interested Party Scenic Capital, LLC randerson@briggs.com, mjacobson@briggs.com

Robert Fong on behalf of Interested Party Micro World, Inc. bobfong@ix.netcom.com

Robert A. Boghosian on behalf of Interested Party Tiger Capital Group, LLC rboghosian@ctswlaw.com

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Robert L LeHane on behalf of Interested Party Arlington ISD rlehane@kellydrye.com, KDWBankruptcyDepartment@kellydrye.com

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Robert R. Kracht on behalf of Interested Party K.I.L. Enterprises, Ltd rrk@mccarthylebit.com, tlp@mccarthylebit.com

Rory D Whelehan on behalf of Interested Party Remington Outdoor Company, Inc. rwhelehan@wcsr.com

Ryan Murphy on behalf of Debtor 1 Gander Mountain Company rmurphy@fredlaw.com, stimm@fredlaw.com;sstallings@fredlaw.com

Ryan Murphy on behalf of Defendant Gander Mountain Company rmurphy@fredlaw.com, stimm@fredlaw.com;sstallings@fredlaw.com

Ryan Murphy on behalf of Debtor 1 Overton's Inc. rmurphy@fredlaw.com, stimm@fredlaw.com;sstallings@fredlaw.com

S. Steven Prince on behalf of Interested Party The Wise Company sprince@princepllc.com

S. Steven Prince on behalf of Interested Party Do-All Traps, LLC sprince@princepllc.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

S. Steven Prince on behalf of Interested Party Smith's Consumer Products, Inc.
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S. Steven Prince on behalf of Interested Party Wapsi Fly, Inc. sprince@princepllc.com
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Sarah E. Doerr on behalf of Interested Party TDS Telecommunications Corporation
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Steven E. Fox on behalf of Interested Party Tiger Capital Group, LLC sfox@riemerlaw.com
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Will R. Tansey on behalf of Interested Party FSC GM Lebanon IN, DST wrtansey@ravichmeyer.com
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