

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

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| 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 |

ORDER APPROVING SETTLEMENT WITH COMENITY BANK

This matter is before the court on the Motion for Order Approving Settlement with Comenity Bank (the "Motion") filed by the above-captioned debtors (the "Debtors").¹ Based on the Motion and all papers filed by the Debtors in support of the Motion, all the files, records, and proceedings, herein, the Court finds that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (c) venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409, (d) appropriate, proper, and adequate notice of the Motion was given under the circumstances and no other or further notice is necessary, (e) no objection to the Motion was filed, (f) the settlement represents a good faith, arms-length compromise of disputed issues of law and fact, (g) the settlement is fair, equitable, and in the best interests of the Debtors and their estates and their creditors, (h) the Committee supports the settlement, (i) the legal and factual bases set forth in the Motion establish just cause for the relief granted, and (j) good cause exists to approve the Motion and Settlement Agreement without further notice or hearing,

IT IS HEREBY ORDERED:

¹ Capitalized terms used in this Order without definition shall have the meanings attributed to them in the Motion.

1. The Motion is granted as set forth herein.
2. The Settlement Agreement is approved.
3. Comenity Bank is directed to pay the Debtors \$1,895,573.00 in accordance with the Settlement Agreement.
4. Claim Nos. 17608-1 and 17608-2 are disallowed in their entirety.
5. The automatic stay imposed by 11 U.S.C. § 362(a) is modified to allow Comenity Bank to terminate the Program Agreement.
6. The Court shall retain exclusive jurisdiction with regard to all issues and disputes relating to the Settlement Agreement and this Order.

Dated: *December 14, 2017*

/e/ Michael E. Ridgway

Michael E. Ridgway
United States Bankruptcy Judge

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| NOTICE OF ELECTRONIC ENTRY AND FILING ORDER OR JUDGMENT Filed and Docket Entry made on <i>12/14/2017</i> Lori Vosejka, Clerk, by MJS |
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