

**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

ORDER ALLOWING FEES AND EXPENSES OF BARNES & THORNBURG LLP

This matter came before the court on the Tenth Interim Application for Allowance of Compensation and Reimbursement of Expenses for the Official Committee of Unsecured Creditors' Co-Counsel (Barnes & Thornburg LLP). Based on the submissions of Applicant, the documents of record, and the court being fully advised in the premises,

IT IS ORDERED:

1. Barnes & Thornburg LLP's fees incurred between January 1, 2018, through February 8, 2018, in the amount of \$52,576.00, and expenses in the amount of \$1.30, for a total of \$52,577.30 are allowed.
2. The Debtors are authorized to pay to Barnes & Thornburg LLP the fees and expenses allowed in this order.
3. Local Rule 2002-1(b)(2) is hereby waived with respect to service of the Application.

Dated: *March 21, 2018*

/e/ Michael E. Ridgway

Michael E. Ridgway
United States Bankruptcy Court

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 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

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Date Rcvd: Mar 21, 2018

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intp +Bip Enterprises, LLC, 7818 Big Sky Drive, Suite 201, Madison, WI 53719-2841
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intp +Oakley, Inc., PORZIO, BROMBERG & NEWMAN, P.C., 100 Southgate Parkway,
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intp +Wells Fargo Bank, N.A., ATTN: OFFICER or MANAGING AGENT, Legal Process - 17th Floor,
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intp +Westpoint Plaza LP Ltd. Partnership, c/o Ralph Dill, 37 West Broad Street, Suite 900,
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intp Wildlife Research Center, Inc., 14485 Azurite Street NW, Ramsey, MN 55303-4859
intp +c/o Eckberg Lammers Attn. Amanda K. Schlitz Thomas, 430 Second Street,
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Linebarger Goggan Blair & Sampson LLP, c/o John P. Dillman, P.O. Box 3064,
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cr +E-mail/Text: jmarshall@jmpartnersllc.com Mar 21 2018 22:35:48 JM PARTNERS LLC,
ATTN: JOHN MARSHALL/MNG MBR, 6800 PARAGON PL, STE 202, RICHMOND, VA 23230-1656
intp +E-mail/Text: key_bankruptcy_ebnc@keybank.com Mar 21 2018 22:36:03
KeyBank National Association, 127 Public Square, Cleveland, OH 44114-1217
cr E-mail/Text: key_bankruptcy_ebnc@keybank.com Mar 21 2018 22:36:03
Keybank National Association, c/o Michael A. Axel, Esq., 127 Public Sq., Second Floor,
Cleveland, OH 44114-1306
intp +E-mail/Text: ecfnofices@dor.mo.gov Mar 21 2018 22:35:33 Missouri Department of Revenue,
Steven A. Ginther, PO Box 475, 301 W. High Street, Room 670,
Jefferson City, MO 65105-0475
cr +E-mail/Text: jeff.shoemaker@navico.com Mar 21 2018 22:36:39 Navico, Inc.,
c/o Karie Mullins, 4500 S. 129 East Ave, Suite 200, Tulsa, OK 74134-5885
cr +E-mail/Text: callcenter_bteam@nyseg.com Mar 21 2018 22:36:21
New York State Electric and Gas Corporation, Atten: Kelly Potter, James A. Carrigg Center,
18 Link Drive, Binghamton, NY 13904-3222
cr +E-mail/Text: bankruptcy@firstenergycorp.com Mar 21 2018 22:35:53 Ohio Edison Company,
76 South Main St., A-GO-15, Akron, OH 44308-1817
cr +E-mail/Text: bankruptcygroup@peco-energy.com Mar 21 2018 22:35:42 PECO Energy Company,
Atten: Merrick Friel, 2301 Market Street, Philadelphia, PA 19103-1338
cr +E-mail/Text: rgebankruptcy@erge.com Mar 21 2018 22:36:30
Rochester Gas and Electric Corporation, Atten: Patricia Cotten, 89 East Ave.,
Rochester, NY 14649-0001
cr +E-mail/Text: bankruptcy@firstenergycorp.com Mar 21 2018 22:35:53 TOLEDO EDISON COMPANY,
76 S MAIN ST, AKRON, OH 44308-1817
cr +E-mail/Text: bankruptcy@firstenergycorp.com Mar 21 2018 22:35:53 West Penn Power Company,
76 S. Main St., A-GO-15, Akron, OH 44308-1817
cr +E-mail/Text: bkcompliance@westarenergy.com Mar 21 2018 22:35:45 Westar Energy,
Atten: Sally Wilson, 818 S. Kansas Ave., P.O. Box 889 (66601), Topeka, KS 66601-0889
TOTAL: 20

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

aty Fredrikson & Byron, PA
tr META Advisors LLC Gander Mountain Liquidating Trus
intp 6100 Pacific, LLC
intp ARC RGCHRNCO01, LLC
intp ARCP GM Waukesha WI, LLC
intp ARCP MT Lafayette IN, LLC
cr Accenture, LLP
intp Alliance Sports Group
intp Andrew Square85 LLC
intp Annie Rockford, LLC
intp B.H. West Baraboo, LLC., a California limited liab
intp BANK OF THE WEST
intp BBRG, Inc.
intp BFHM, LLC
intp BRE RC Riverpark SC TX LP
intp Benderson Development Group
intp Bexar County, TX
intp Brixmor Property Group, Inc.
intp C.E. Smith Company, Inc.
cr CFCRE 2016-C7 Jack Kultgen Expressway LLC
intp CFT Rockford, LLC
intp CHAMPLAIN CENTRE NORTH, LLC
intp CWI, Inc.
cr CZ-USA
intp Cabot IV-IN1B04, LLC
intp Cal-June, Inc.
cr Cellco Partnership d/b/a Verizon Wireless
intp Central Bank of Saint Louis
intp City of Corsicana and Navarro, County, Texas
intp City of Laredo
intp City of Mesquite, Texas
intp City of Mobile, Alabama
cr Co-operative Feed Dealers, Inc.
intp Cole GM Hermantown MN, LLC
intp Cole GM Houston TX, LLC
intp Cole GM Pensacola FL, LLC
intp Cole GM Spring TX, LLC
intp Comenity Bank
intp County of Dallas, Texas
intp County of Fort Bend, Texas

District/off: 0864-3

User: michaels
Form ID: pdf111

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Total Noticed: 206

Date Rcvd: Mar 21, 2018

***** BYPASSED RECIPIENTS (continued) *****

intp County of Grayson, Texas
intp County of Harris, Texas
intp County of Jefferson, Texas
intp County of McLennan, Texas
intp County of Smith, Texas
intp County of Tarrant, Texas
intp DFG Chattanooga, LLC
intp DQC International Corp.
intp DUCK HILL, LLC
op Donlin Recano & Company, Inc.
intp Duckett Fishing, LLC
intp El Paso, Texas
intp Eldorado Marketplace Associates, LP
intp Ellett Brothers, LLC
acc Ernst & Young LLP
intp Expeditors International of Washington, Inc.
intp FSC GM Lebanon IN, DST
fa FTI Consulting, Inc.
intp Fenwood Associates
intp Fernwood Associates
intp Fort Bend County LID #10
intp GM Lansing 824, LLC
intp Gander Enterprises, LLC
intp Gander Hill LLC
intp Gander St. Andrews, LLC
intp Gander Texarkana, LLC
intp Gander Three Rivers, LLC
cr General Sports, Inc.
cr Geneva Center 2015, LLC
intp Genna Rockford, LLC
intp Grand Traverse Marketplace, LLC
intp Great American Group, LLC
intp Hawthorne North Rivers LLC
intp Holiday Stationstores, Inc.
intp Hudson Valley 2011 LLC
intp IA Monroe Poplin, LLC
intp IA San Antonio Westover, LLC
intp IRC Pine Tree Plaza, L.L.C.
intp Interstate Batteries, Inc.
intp Islip U-Slip LLC
cr James A. Grant, Jr.
cr Joyce A. Broderick
intp K.I.L. Enterprises, Ltd
intp KRG Oldsmar Project Company, LLC
intp KW Rockford LLC, CFT Rockford LLC, Genna Rockford
intp KW Rockford, LLC
intp Kevin and Stephen Corp.
intp KillerGearLLC
intp Level 3 Communications, LLC
intp Lewisville ISD
cr Lowenstein Sandler LLP
intp Master Technology Group
cr Merkle Inc.
intp Mesquite ISD
cr Metropolitan Edison Company
intp Midland Radio Corporation
cr Monroeville Plaza 1989 Limited Partnership
intp National Retail Properties
cr Nicole Chandler-Grant
cr OFFICIAL COMMITTEE OF UNSECURED CREDITORS
intp OpticsPlanet, Inc.
intp Oracle America, Inc.
intp Oracle Credit Corporation
intp Outkast Tackle, Inc.
intp PENNSYLVANIA DEPT OF REVENUE
intp ParBec, LLC and Lake Kristi Properties, LLC
intp RPAI Lewisville Lakepointe Limited Partnership
intp RPAI McDonough Henry Town, L.L.C.
intp Realty Income Corporation
intp Red Wing Brands of America
intp Red Wing Brands of America VAS
intp Regency Centers
cr RetailNext, Inc.
intp River Oaks Properties, Ltd.
intp Ronald Rockford, LLC
intp Round Rock Crossings Texas, LP
intp SIG Sauer Inc
intp STORE Master Funding IV, LLC
intp STORE Master Funding VI, LLC

District/off: 0864-3

User: michaels
Form ID: pdf111

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Total Noticed: 206

Date Rcvd: Mar 21, 2018

***** BYPASSED RECIPIENTS (continued) *****

intp STORE Master Funding X, LLC
intp STORE SPE Belle, LLC
intp STORE SPE Cicero 2013-4, LLC
intp Salmon Run Shopping Center, L.L.C.
cr Saskaway Twelve, LP
intp Scenic Capital, LLC
intp Scotty, Inc.
intp Second Thing LLC
intp Second Thing, LLC
intp Smith & Wesson Corp
intp Smith's Consumer Products, Inc.
cr Southeastern Mills, Inc.
cr Spring Independent School District
intp Starwood Retail Partners LLC
cr Strike King Lures, Co.
intp Sylvan Park Apartments, LLC
cr TG-Cotops Youngmann, NY LLC
cr Tata America International Corporation
intp Texas Comptroller of Public Accounts and Texas Wor
intp The Walk at Tulsa Hills, LLC
intp The Wise Company
intp Tiffany Gruidl
intp Tiger Capital Group, LLC
intp Tw Telecom Holdings Inc.
cr Verizon Credit Inc.
intp Vista Outdoor Sales
intp WaterWalk GM, Inc.
intp Weatherby, Inc., David A. Juhnke
intp Wells Fargo Vendor Financial Services
cr West Harris County Municipal Utility District #6
intp Win Properties, Inc.
cr Wipro, LLC
aty* Faegre Baker Daniels LLP, 2200 Wells Fargo Center, 90 South Seventh St,
Minneapolis, MN 55402-3901
cr* +c/o Eckberg Lammers Attn. Amanda K. Schlitz Thomas, 430 Second Street,
Hudson, WI 54016-1510

TOTALS: 151, * 2, ## 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.

Addresses marked '++' were redirected to the recipient's preferred mailing address
pursuant to 11 U.S.C. 342(f)/Fed.R.Bank.PR.2002(g)(4).

Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update.
While the notice was still deliverable, the notice recipient was advised to update its address with the court
immediately.

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: Mar 23, 2018

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 March 21, 2018 at the address(es) listed below:
NONE.

TOTAL: 0