

**UNITED STATES BANKRUPTCY COURT  
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

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**AMENDED AND RESTATED  
CERTIFICATION OF COUNSEL REGARDING THE LIQUIDATING TRUSTEE'S  
FIRST OMNIBUS MOTION OBJECTING TO DUPLICATE CLAIMS**

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The undersigned hereby certifies as follows:

1. On April 5, 2018, the Gander Mountain Liquidating Trust (the "Trust") and META Advisors LLC, in its capacity as liquidating trustee (the "Liquidating Trustee") of the Trust, by and through its undersigned counsel, filed the Liquidating Trustee's First Omnibus Motion Objecting to Duplicate Claims (Docket No. 1684) (the "First Omnibus Motion").
2. The Notice of Hearing established May 4, 2018 as the deadline (the "Response Deadline") for receipt of responses to the First Omnibus Motion.
3. The Liquidating Trustee received informal responses from the following claimants (collectively, the "Claimants"):
  - a. National Fire Insurance Co., *et al.* concerning its proof of claim number 533.1 ("Claim 533.1").
  - b. WaterWalk GM Inc. concerning its proof of claim number 8122.3 ("Claim 8122.3").

c. The contractual joint venture of Tiger Capital Group, LLC, Great American Group WF, LLC, Gordon Brothers Retail Partners, LLC, and Hilco Merchant Resources, LLC concerning their proof of claim number 17815.1 (“Claim 17815.1”).

4. The Liquidating Trustee and the Claimants reached consensual resolutions regarding Claim 533.1, Claim 8122.3, and Claim 17815.1, which are reflected on the redline to the proposed Order annexed hereto.

5. The Liquidating Trustee received a formal response from Magpul Industries Corp. (“Magpul”) concerning its proof of claim number 14101.1 (“Claim 14101.1”) (Docket No. 1684).

6. The Court has ordered the Liquidating Trustee and Magpul to mediate issues with respect to Magpul’s claims (Docket No. 1700), including Claim 14101.1, and the Liquidating Trustee has therefore agreed to adjourn its objection as to Magpul, as reflected on the redline to the proposed Order annexed hereto.

7. For the Court’s convenience, a redline showing changes to the proposed Order filed with the First Omnibus Motion is annexed hereto as Exhibit A.

8. The Liquidating Trustee respectfully requests that this Court enter the proposed Order annexed hereto as Exhibit B.

*[Remainder of page intentionally left blank]*

Dated: May 9, 2018

Respectfully Submitted,

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## **EXHIBIT A**

**UNITED STATES BANKRUPTCY COURT  
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

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**ORDER GRANTING THE LIQUIDATING TRUSTEE'S  
FIRST OMNIBUS MOTION OBJECTING TO DUPLICATE CLAIMS**

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This matter is before the court on the Liquidating Trustee's First Omnibus Motion Objecting to Duplicate Claims (the "Motion"). Based on the Motion and the documents of record herein,

IT IS ORDERED:

1. The Motion is granted.
2. The claims identified on Exhibit A hereto are disallowed as indicated thereon.
3. The rights of the Trust and the Liquidating Trustee to: (i) file subsequent objections to any claims listed on Exhibit A hereto on any ground; (ii) amend, modify or supplement the Motion, including, without limitation, filing objections to further amended or newly-filed claims; (iii) seek to expunge or reduce any claim to the extent all or a portion of such claim has been paid; and (iv) settle any claim for less than the asserted amount, are expressly preserved. Additionally, should the grounds of objection stated in the Motion be overruled, the Liquidating Trustee's rights to object to the Duplicate Claims on any other grounds are preserved.
4. To the extent that any of the claims listed on Exhibit A are also the subject of a

separate claim objection on other grounds, whether by separate motion or through an adversary proceeding, this Order does not affect, eliminate, or determine those separate objections.

5. For the avoidance of doubt, nothing in the Motion or this Order impacts in any way the Liquidating Trustee's pending objection to any claim under section 502(d) of the Bankruptcy Code included in any complaint filed pursuant to section 5 of the Bankruptcy Code.

6. The objection to each claim, as addressed in the Motion and as set forth in Exhibit A, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each such claim that is the subject of the Motion. Any stay of this Order pending appeal by any claimants whose claims are subject to this Order shall only apply to the contested matter that involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to any other contested matters addressed in the Motion and this Order.

7. The Trust and the Liquidating Trustee are authorized to take any and all actions that are necessary and appropriate to give effect to this Order.

8. This Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

Dated: \_\_\_\_\_, 2018.

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Judge Michael E. Ridgway  
United States Bankruptcy Judge

**Exhibit A**  
(Duplicate Claims)

EXHIBIT A  
GANDER MOUNTAIN COMPANY, ET AL. - CASE NO. 17-30673  
DUPLICATE CLAIMS

Creditor	Debtor	Remaining Claim Number	Remaining Claim Amount	Remaining Claim Classification	Duplicate Claim to be		Disallowed Claim Amount	Disallowed Claim Classification	Reason for Disallowance
					Disallowed	Disallowed			
511 INC DBA 511 TACTICAL	GANDER MOUNTAIN COMPANY	N/A	N/A	503(b)(9) / Reclamation	16686.1		\$ 13,272.77	Administrative	Duplicate - 503(b)(9) / Reclamation
AIG SPECIALTY INSURANCE CO ET AL	GANDER MOUNTAIN COMPANY	21645.1	\$ 315,000.00	Administrative	21626.1		\$ 315,000.00	Administrative	Duplicate
BRE K C RIVER PARK SC TX LP	GANDER MOUNTAIN COMPANY	12146.2	\$ 21,690.01	Administrative	12146.1		\$ 21,690.01	Administrative	Duplicate
BRIAN KOHLBECK	GANDER MOUNTAIN COMPANY	21491.2	\$ 87,500.00	Administrative	21491.1		\$ 87,500.00	Administrative	Duplicate
CENTURY LINK COMMUNICATIONS LLC	GANDER MOUNTAIN COMPANY	21554.1	\$ 58,852.00	Administrative	21510.1		\$ 58,852.00	Administrative	Duplicate
<del>CONTRACTUAL JOINT VENTURE OF TIGER CAPITAL</del>	<del>GANDER MOUNTAIN COMPANY</del>	<del>47823.2</del>	<del>\$ 4,000,000.00</del>	<del>Administrative</del>	<del>47814.1</del>		<del>\$ 4,000,000.00</del>	<del>Administrative</del>	<del>Duplicate</del>
CRG FINANCIAL LLC CALFIN	GANDER MOUNTAIN COMPANY	N/A	N/A	503(b)(9) / Reclamation	17660.1		\$ 3,204.00	Administrative	Duplicate - 503(b)(9) / Reclamation
CZ USA	GANDER MOUNTAIN COMPANY	N/A	N/A	503(b)(9) / Reclamation	411.1		\$ 295,690.00	Administrative	Duplicate - 503(b)(9) / Reclamation
DAREX LLC	GANDER MOUNTAIN COMPANY	N/A	N/A	503(b)(9) / Reclamation	400.1		\$ 58,186.62	Administrative	Duplicate - 503(b)(9) / Reclamation
<del>MAGPUL INDUSTRIES CORP</del>	<del>GANDER MOUNTAIN COMPANY</del>	<del>N/A</del>	<del>N/A</del>	<del>503(b)(9) / Reclamation</del>	<del>14101.1</del>		<del>\$ 73,191.43</del>	<del>Administrative</del>	<del>Duplicate - 503(b)(9) / Reclamation</del>
NATIONAL RETAIL PROPERTIES LP SPRINGFIELD	GANDER MOUNTAIN COMPANY	16640.2	\$ 46,810.74	Administrative	16621.2		\$ 46,810.74	Administrative	Duplicate
NATIONAL UNION FIRE INSURANCE CO ET AL	GANDER MOUNTAIN COMPANY	535.1	\$ -1,016,495.01 <sup>1</sup>	Administrative	476.1		\$ -1,016,495.01 <sup>1</sup>	Administrative	Duplicate
REALTY INCOME PROPERTIES 25 LLC	GANDER MOUNTAIN COMPANY	16440.2	\$ 43,476.49	Administrative	16440.1		\$ 43,476.49	Administrative	Duplicate
REALTY INCOME PROPERTIES 9 LLC	GANDER MOUNTAIN COMPANY	16451.2	\$ 20,862.03	Administrative	16451.1		\$ 20,862.03	Administrative	Duplicate
REALTY INCOME PROPERTIES 9 LLC	GANDER MOUNTAIN COMPANY	16451.3	\$ 20,862.03	Administrative	16451.2		\$ 20,862.03	Administrative	Duplicate
STORE MASTER FUNDING IV LLC	GANDER MOUNTAIN COMPANY	21633.2	\$ 165,326.54	Administrative	21633.1		\$ 165,326.54	Administrative	Duplicate
STORE MASTER FUNDING VI LLC	GANDER MOUNTAIN COMPANY	21634.2	\$ 11,938.53	Administrative	21634.1		\$ 11,938.53	Administrative	Duplicate
STORE MASTER FUNDING VII LLC	GANDER MOUNTAIN COMPANY	21636.2	\$ 5,485.96	Administrative	21636.1		\$ 5,485.96	Administrative	Duplicate
STORE MASTER FUNDING X LLC	GANDER MOUNTAIN COMPANY	21632.2	\$ 224,860.93	Administrative	21632.1		\$ 224,860.93	Administrative	Duplicate
<del>WATERWALK GM INC</del>	<del>GANDER MOUNTAIN COMPANY</del>	<del>8122.2</del>	<del>\$ 47,480.23</del>	<del>Administrative</del>	<del>8122.1</del>		<del>\$ 47,480.23</del>	<del>Administrative</del>	<del>Duplicate</del>

<sup>1</sup> Claim numbers identified herein as "N/A" represent claims submitted pursuant to the Amended Order Granting Expedited Relief and Establishing Procedures for the Resolution of Reclamation Claims and Administrative Claims Asserted Pursuant to Section 503(b)(9) of the Bankruptcy Code [Docket No. 211], which were submitted directly to the Debtors and have not been assigned a claim number.

<sup>2</sup> The Remaining Claim Amount of National First Insurance Co. Et Al. has been updated from the unliquidated amount included in the Motion to reflect that Claim No. 533.1 asserts a claim in an amount not less than \$4,964,495.00. Notwithstanding this clarification, the Liquidating Trust continues to reserve all of its rights to object to Claim No. 533.1 on any grounds permitted under applicable law, including as to the amount of the asserted claim.



## **EXHIBIT B**

**UNITED STATES BANKRUPTCY COURT  
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

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**ORDER GRANTING THE LIQUIDATING TRUSTEE'S  
FIRST OMNIBUS MOTION OBJECTING TO DUPLICATE CLAIMS**

---

This matter is before the court on the Liquidating Trustee's First Omnibus Motion Objecting to Duplicate Claims (the "Motion"). Based on the Motion and the documents of record herein,

**IT IS ORDERED:**

1. The Motion is granted.
2. The claims identified on Exhibit A hereto are disallowed as indicated thereon.
3. The rights of the Trust and the Liquidating Trustee to: (i) file subsequent objections to any claims listed on Exhibit A hereto on any ground; (ii) amend, modify or supplement the Motion, including, without limitation, filing objections to further amended or newly-filed claims; (iii) seek to expunge or reduce any claim to the extent all or a portion of such claim has been paid; and (iv) settle any claim for less than the asserted amount, are expressly preserved. Additionally, should the grounds of objection stated in the Motion be overruled, the Liquidating Trustee's rights to object to the Duplicate Claims on any other grounds are preserved.
4. To the extent that any of the claims listed on Exhibit A are also the subject of a

separate claim objection on other grounds, whether by separate motion or through an adversary proceeding, this Order does not affect, eliminate, or determine those separate objections.

5. For the avoidance of doubt, nothing in the Motion or this Order impacts in any way the Liquidating Trustee's pending objection to any claim under section 502(d) of the Bankruptcy Code included in any complaint filed pursuant to section 5 of the Bankruptcy Code.

6. The objection to each claim, as addressed in the Motion and as set forth in Exhibit A, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each such claim that is the subject of the Motion. Any stay of this Order pending appeal by any claimants whose claims are subject to this Order shall only apply to the contested matter that involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to any other contested matters addressed in the Motion and this Order.

7. The Trust and the Liquidating Trustee are authorized to take any and all actions that are necessary and appropriate to give effect to this Order.

8. This Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

Dated: \_\_\_\_\_, 2018.

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Judge Michael E. Ridgway  
United States Bankruptcy Judge

**Exhibit A**  
(Duplicate Claims)

EXHIBIT A  
GANDER MOUNTAIN COMPANY, ET AL. - CASE NO. 17-30673  
DUPLICATE CLAIMS

Creditor	Debtor	Remaining Claim Number <sup>1</sup>	Remaining Claim Amount	Remaining Claim Classification	Duplicate Claim to be Disallowed	Disallowed Claim Amount	Disallowed Claim Classification	Reason for Disallowance
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DAREX LLC	GANDER MOUNTAIN COMPANY	N/A	N/A	503(b)(9) / Reclamation	400.1	\$ 58,186.62	Administrative	Duplicate - 503(b)(9) / Reclamation
NATIONAL RETAIL PROPERTIES LP SPRINGFIELD	GANDER MOUNTAIN COMPANY	16640.2	\$ 46,810.74	Administrative	16621.2	\$ 46,810.74	Administrative	Duplicate
NATIONAL UNION FIRE INSURANCE CO ET AL	GANDER MOUNTAIN COMPANY	533.1	\$ 4,964,495.00 <sup>2</sup>	Administrative	476.1	\$ 4,964,495.00 <sup>2</sup>	Administrative	Duplicate
REALTY INCOME PROPERTIES 25 LLC	GANDER MOUNTAIN COMPANY	16440.2	\$ 43,476.49	Administrative	16440.1	\$ 43,476.49	Administrative	Duplicate
REALTY INCOME PROPERTIES 9 LLC	GANDER MOUNTAIN COMPANY	16451.2	\$ 20,862.03	Administrative	16451.1	\$ 20,862.03	Administrative	Duplicate
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