

Exhibit D

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Newbury Common Associates, LLC, *et. al.*,¹

Debtors.

Chapter 11

Case No. 15-12507 (LSS)

Jointly Administered

Re: Dkt. No.

ORDER GRANTING APPLICATION PURSUANT TO 11 U.S.C. §§ 503(b)(3) AND 503(b)(4) FOR ALLOWANCE OF FEES AND EXPENSES INCURRED IN MAKING A SUBSTANTIAL CONTRIBUTION AS AN ADMINISTRATIVE EXPENSE CLAIM

Upon consideration of the *Application of OnBoard and Certain Former Limited Partners Pursuant to 11 U.S.C. §§ 503(b)(3) and 503(b)(4) for Allowance of Fees and Expenses Incurred in Making a Substantial Contribution as an Administrative Expense Claim* (the “Application”)² seeking allowance of an administrative expense claim for payment of fees, professional fees, and expenses accrued and incurred by OnBoard, Robert A. Musumeci, and James Cabrera (together, the “Applicants”) in making a substantial contribution in the Chapter 11 Cases; and it appearing that this Court has jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue is proper pursuant to 28

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Newbury Common Associates, LLC (3783); Seaboard Realty, LLC (6291); 600 Summer Street Stamford Associates, LLC (6739); Seaboard Hotel Member Associates, LLC (8984); Seaboard Hotel LTS Member Associates, LLC (6005); Park Square West Member Associates, LLC (9223); Seaboard Residential, LLC (2990); One Atlantic Member Associates, LLC (4120); 88 Hamilton Avenue Member Associates, LLC (5539); 316 Courtland Avenue Associates, LLC (0290); 300 Main Management, Inc. (6365); 300 Main Street Member Associates, LLC (2334); PSWMA I, LLC (6291); PSWMA II, LLC (6291); Tag Forest, LLC (8974); Newbury Common Member Associates, LLC (3909); Century Plaza Investor Associates, LLC (1480); Seaboard Hotel Associates, LLC (2281); Seaboard Hotel LTS Associates, LLC (8811); Park Square West Associates, LLC (9781); Clocktower Close Associates, LLC (3154); One Atlantic Investor Associates, LLC (7075); 88 Hamilton Avenue Associates, LLC (5749); 220 Elm Street I, LLC (7540); 300 Main Street Associates, LLC (8501); and 220 Elm Street, II (7625).

² Capitalized terms used herein but not otherwise defined shall have the meaning ascribed to them in the Application.

U.S.C. §§ 1408 and 1409; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A); and adequate notice of the Application having been given such that no other or further notice need be given; and it appearing that the relief requested in the Application is in the best interests of the Debtors, their estates and creditors; and it appearing that the OnBoard DIP and the additional efforts of the Applicants and the services rendered by Morris Nichols on behalf of the Applicants constituted a substantial contribution to the Chapter 11 Cases; and it appearing that the Applicants' and Morris Nichols's efforts were not duplicated by other parties in the Chapter 11 Cases; and it appearing that the services rendered by Morris Nichols were reasonable and that the expenses incurred by Morris Nichols were actual and necessary; it is hereby ORDERED that:

1. The Application is GRANTED.
2. The Applicants shall have an allowed administrative claim under Bankruptcy Code sections 503(b)(3)(D) and 503(b)(4) for reimbursement for fees, professional fees, and expenses incurred by them in connection with making a substantial contribution to the Chapter 11 Cases, in the amount of \$350,000 in fees and \$3,893.42 in expenses.
3. The Debtors are authorized and directed to pay to Morris Nichols the amount of \$291,779.00 in fees and \$3,893.42 in expenses.
4. The Debtors are authorized and directed to pay Mr. Cabrera the amount of \$58,221.00 in fees.
5. This Court shall retain exclusive jurisdiction to hear and decide all matters arising from or related to this Order.

Dated: _____, 2016
Wilmington, Delaware

THE HONORABLE LAURIE S. SILVERSTEIN
UNITED STATES BANKRUPTCY JUDGE