

Exhibit II-3. Sample Order for a Disclosure and Confirmation Hearing on a Prepackaged Plan

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

_____	X	
	:	
In re:	:	
	:	Chapter 11 Case No.
[NAME],	:	__-_____(__)
	:	
	:	Debtor.
[DEBTOR'S ADDRESS]	:	Tax ID No.
_____	X	_____

SUMMARY OF PLAN OF REORGANIZATION AND NOTICE OF HEARING TO CONSIDER (i) DEBTOR'S COMPLIANCE WITH DISCLOSURE REQUIREMENTS AND (ii) CONFIRMATION OF PLAN OF REORGANIZATION

NOTICE IS HEREBY GIVEN as follows:

1. On _____, _____ (the "Petition Date"), [name of debtor], the above-captioned debtor (the "Debtor"), filed with the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") a proposed plan of reorganization (the "Plan") and a proposed disclosure statement (the "Disclosure Statement") pursuant to §§ 1125 and 1126(b) of title 11 of the United States Code (the "Bankruptcy Code"). Copies of the Plan and the Disclosure Statement may be obtained upon request of Debtor's counsel at the address specified below and are on file with the Clerk of the Bankruptcy Court, [address], where they are available for review between the hours of 9:00 a.m.–4:30 p.m. The Plan and Disclosure Statement also are available for inspection on the Bankruptcy Court's Internet site at www.nysb.uscourts.gov.

Summary of Plan of Reorganization

2. [Provide one paragraph general description of salient Plan provisions, including whether proponent requests confirmation pursuant to 11 U.S.C. § 1129(b).] Votes on the Plan were solicited prior to the Petition Date. The following chart summarizes the treatment provided by the Plan to each class of claims and interests and indicates the acceptance or rejection of the Plan by each class entitled to vote.

CLASS	CLASS CLASSIFICATION	IMPAIRMENT/ TREATMENT	ACCEPT/ REJECT

Hearing to Consider Compliance with Disclosure Requirements

3. A hearing to consider compliance with the disclosure requirements, any objections to the Disclosure Statement, and any other matter that may properly come before the Bankruptcy Court will be held before the Honorable _____, United States Bankruptcy Judge, in Room _____ of the United States Bankruptcy Court, [ADDRESS], on _____ at __:__.m. or as soon thereafter as counsel may be heard (the “Disclosure Compliance Hearing”). The Disclosure Compliance Hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date or dates at the Disclosure Compliance Hearing or at an adjourned Disclosure Compliance Hearing and will be available on the electronic case filing docket.

4. Any objections to the Disclosure Statement shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, shall set forth the name of the objector, the nature and amount of any claims or interests held or asserted by the objector against the estate or property of the Debtor, the basis for the objection, and the specific grounds therefor, and shall be filed with the Bankruptcy Court at the address specified in the previous paragraph, with a copy delivered directly to Chambers, together with proof of service thereof, and served upon the following persons so as to be received on or before _____, _____, at 5:00 p.m. (Eastern Time):

- (i) [NAME AND ADDRESS
of DEBTOR’S COUNSEL]
- (ii) [NAME AND ADDRESS OF
COMMITTEE COUNSEL]
- (iii) [NAME AND ADDRESS OF
BANK COUNSEL]
- (iv) [NAME AND ADDRESS OF
INDENTURE TRUSTEE]
- (v) OFFICE OF THE UNITED STATES
TRUSTEE
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Deirdre A. Martini, Esq.

[and if applicable]

(vi) OFFICE OF THE UNITED STATES ATTORNEY FOR THE SOUTHERN DISTRICT OF NEW YORK
One St. Andrew's Plaza
New York, NY 10007
Attn: David Jones, Esq.

(vii) SECURITIES AND EXCHANGE COMMISSION
Northeast Regional
3 World Financial Center
Broker Dealer Dept., Rm. 4300
New York, NY 10281

UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT.

Hearing on Confirmation of the Plan

5. A hearing to consider confirmation of the Plan, any objections thereto, and any other matter that may properly come before the Bankruptcy Court shall be held before the Honorable _____, United States Bankruptcy Judge, in Room _____ of the United States Bankruptcy Court, [address], immediately following the Disclosure Compliance Hearing referred to above or at such later time as determined by the Bankruptcy Court at the conclusion of the Disclosure Compliance Hearing (the "Confirmation Hearing"). The Confirmation Hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date or dates at the Confirmation Hearing or at an adjourned Confirmation Hearing.

6. Objections to the Plan, if any, shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, shall set forth the name of the objector, the nature and amount of any claims or interests held or asserted by the objector against the estate or property of the Debtor, the basis for the objection, and the specific grounds therefor, and shall be filed with the Bankruptcy Court at the address specific in the previous paragraph, with a copy delivered directly to Chambers, together with proof of service thereof, and served upon the persons set forth in paragraph 4 above so as to be received on or before _____, _____, at 5:00 p.m. (Eastern time). **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT.**

7. The times fixed for the Confirmation Hearing and objections to confirmation of the Plan may be rescheduled by the Bankruptcy Court in the event that the Bankruptcy Court does not find compliance with the disclosure requirements on _____, _____. Notice of the rescheduled date or dates, if any, will be provided by an announcement at the Disclosure Compliance Hearing or at an adjourned Disclosure Compliance Hearing and will be available on the electronic case filing docket.

Section 341(a) Meeting

8. A meeting pursuant to section 341(a) of the Bankruptcy Code (the “Section 341(a) Meeting”) shall be held at the United States Bankruptcy Court, in room ____, [ADDRESS], on _____, ____ at ____: ____ .m. Such meeting will not be convened if (i) the Plan is confirmed prior to the date set forth above for the Section 341(a) Meeting and (ii) the order confirming the Plan (or order entered substantially contemporaneously therewith) contains a provision waiving the convening of a Section 341(a) Meeting.

Dated: New York, New York

_____, _____

[NAME, ADDRESS, AND
TELEPHONE NUMBER OF
DEBTOR’S COUNSEL]

BY ORDER OF THE COURT

United States Bankruptcy Judge