

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

In re:

MIG, INC.,

Debtor.

Chapter 11

Case No. 09-12118 (KG)

**Re: Docket No. 7, 46**

**FINAL ORDER GRANTING LIMITED RELIEF FROM THE AUTOMATIC STAY  
PURSUANT TO SECTION 362(d) OF THE BANKRUPTCY CODE TO  
APPEAL JUDGMENT OF COURT OF CHANCERY OF STATE OF DELAWARE**

Upon the motion (the “**Motion**”)<sup>1</sup> filed by the above-captioned debtor and debtor-in-possession (the “**Debtor**”) seeking entry of an order, granting limited relief from the automatic stay to appeal the Judgment entered by the Court of Chancery of the State of Delaware, pursuant to section 362(d) of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “**Bankruptcy Code**”), Rule 4001 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and Rule 4001 of the Local Rules for the United States Bankruptcy Court District of Delaware (the “**Local Rules**”); and the Court, having reviewed the Motion, and having heard the statements of counsel in support of the relief requested in the Motion at the hearing before the Court; and on July 2, 2009 having entered the *Interim Order Granting Limited Relief from the Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code to Appeal Judgment of Court of Chancery of State of Delaware* [Docket No. 46] with respect to the Motion and a final hearing having been held, finds that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, that this is a core matter pursuant to 28 U.S.C. § 157(b)(2), that notice of the Motion and the Hearing were sufficient under the circumstances and

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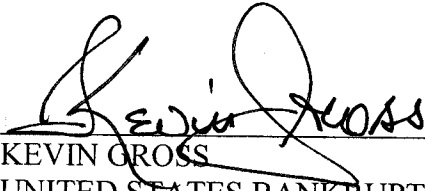
<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

that no further notice need be given; and the legal and factual bases set forth in the Motion and at all hearings establish just cause for the relief granted herein,

THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is Granted on a final basis.
2. Pursuant to section 362(d) of the Bankruptcy Code, relief from the automatic stay is granted, on final basis, to allow MIG to pursue its appeal of the Judgment entered by the Chancery Court (the “**Appeal**”).
3. Pursuant to section 362(d) of the Bankruptcy Code, relief from the automatic stay is granted, on final basis, to allow the Petitioners to defend against the Appeal and file any cross-appeal in connection with the Judgment; however, the modification of the stay shall not extend to permit the Petitioners the right to execute on, or take any action to enforce the Judgment without further order of this Court, without prejudice to the reservation of rights set forth in paragraph 16 of the Black Horse Objection.
4. The Court shall retain jurisdiction to hear and determine all matters arising from or relating to the interpretation or implementation of this Final Order.

Dated: July 30, 2009

  
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KEVIN GROSS  
UNITED STATES BANKRUPTCY JUDGE