

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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: **Chapter 11 Case No.**
: **11-15463 (SHL)**
: **(Jointly Administered)**
: **Debtors.**
: **AMR CORPORATION, et al.,**
: **In re**
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**AGREED SCHEDULING ORDER REGARDING PROOFS OF CLAIM NOS. 8763-8766
FILED BY THE ALLEGHENY COUNTY AIRPORT AUTHORITY**

Upon consideration of (i) Proofs of Claim Nos. 8763-8765 filed by the Allegheny County Airport Authority, the owner/operator of the Pittsburgh International Airport (“**PIT**”), against American Airlines, Inc. (“**AA**”) and Proof of Claim No. 8766 filed by PIT against American Eagle Airlines, Inc. (“**Eagle**”) (together “**PIT Proofs of Claim**”), and (ii) PIT’s Objection (the “**PIT Confirmation Objection**”) (ECF No. 9339) to Confirmation of the Debtors’ Second Amended Joint Chapter 11 Plan dated June 5, 2013 (as may be amended, the “**Plan**”);¹ and AA, Eagle, and PIT (together, the “**Parties**”) having agreed to the schedule set forth below to adjudicate the PIT Proofs of Claims and resolve all issues relating to the PIT Confirmation Objection; and PIT having agreed to withdraw the PIT Confirmation Objection in its entirety; and based on the forgoing and sufficient cause appearing therefor, it is

ORDERED that AA and Eagle shall file and serve objections to the PIT Proofs of Claim (the “**Objections**”) by no later than September 30, 2013; and it is further

ORDERED that all discovery concerning the PIT Proofs of Claims and the Objections (the “**Contested Matter**”) shall be conducted in accordance with the Federal Rules of

¹ Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

Civil Procedure, the Federal Rules of Bankruptcy Procedure, the Local Rules of the Bankruptcy Court for the Southern District of New York, and the Court's Amended Order Pursuant to 11 U.S.C. §§ 105(a) and (d) and Bankruptcy Rules 1015(c), 2002(m), and 9007 Implementing Certain Notice and Case Management Procedures (ECF No. 3952) (the "**Case Management Order**"), and shall be completed no later than sixty (60) days from the date of this Order, unless otherwise agreed by stipulation of the Parties or extended by further order of the Court; and it is further

ORDERED that any stipulations of fact, briefs, exhibits, proposed findings of fact and conclusions of law shall be submitted to the Court on or before October 25, 2013; and it is further

ORDERED that an evidentiary hearing on the Contested Matter (the "**Hearing**") shall be held before the Honorable Sean H. Lane, United States Bankruptcy Judge, in Room 701 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, on **November 12, 2013 at 11:00 a.m. (Eastern Time)**, or as soon thereafter as counsel may be heard; and it is further

ORDERED that, in accordance with the Case Management Order, the Parties will present any witnesses' direct testimony and accompanying documentary evidence in the form of declarations and exhibits filed in advance of the witnesses' scheduled appearance at the Hearing. At the Hearing, parties will proffer their witnesses for summary form of direct testimony and for cross-examination; and it is further

ORDERED that, in the event the Debtors appeal a Court Order allowing all or part of a PIT Proof of Claim (an "**Appealed PIT Claim**"), the Debtors shall establish a sub-reserve (a "**Subreserve**") within the Disputed Claims Reserve for the full amount of an Appealed

PIT Claim during the pendency of the Debtors' appeal. In the event an Appealed PIT Claim is finally deemed Allowed or Disallowed and PIT shall have received the appropriate distribution as a result of any allowance of such Appealed PIT Claim in the same pro rata amount as other holders of Allowed Claims in the same Class under the Plan as of the Effective Date, the related Subreserve shall be appropriately adjusted to reflect such action, with the excess, if any, of such Subreserve to be released into the general Disputed Claims Reserve. PIT and the Debtors shall confer as necessary to discuss reasonable reductions in the related Subreserve as and to the extent warranted if any Appealed PIT Claim becomes Allowed or Disallowed, and any unresolved dispute shall be submitted to the Court for determination; and it is further

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: August 14, 2013
New York, New York

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Dated: September 13, 2013
New York, New York



/s/ Sean H. Lane

Sean H. Lane
United States Bankruptcy Judge