



U.S. BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS

**ENTERED**

TAWANA C. MARSHALL, CLERK

THE DATE OF ENTRY IS  
ON THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed October 15, 2014

United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:

MASON COPPELL OP, LLC, ET AL.,

Debtors.

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**Chapter 11 Cases  
(Jointly Administered)**

**CASE NO. 14-31327-SGJ-11**

**ORDER (I) APPROVING DISCLOSURE STATEMENT;  
(II) ESTABLISHING DEADLINES AND PROCEDURES FOR SUBMISSION  
OF PLAN BALLOTS AND OBJECTIONS TO CONFIRMATION; AND  
(III) SETTING A DATE TO CONSIDER CONFIRMATION OF PLAN**

The Court has considered the *Expedited Motion for Order (i) Approving Disclosure Statement; (ii) Establishing Deadlines and Procedures for Submission of Plan Ballots and Objections to Confirmation; and (iii) Setting a Date to Consider Confirmation of Plan* (the "Scheduling Motion"),<sup>1</sup> filed by the Official Committee of Unsecured Creditors (the "Committee") for Mason Coppel OP, LLC and its affiliate debtors (collectively, the

<sup>1</sup> Unless otherwise defined, capitalized terms used herein shall have the meanings ascribed to them in the Scheduling Motion.

“Debtors”),<sup>2</sup> seeking entry of an order pursuant to 11 U.S.C. §§ 105(a), 1125 and 1126 and Rules 3003, 3017, 3018 and 3020 of the Federal Rules of Bankruptcy Procedures approving (i) the Disclosure Statement; (ii) the Solicitation Procedures, Record Date and Voting Deadline; (iii) procedures and deadlines for filing Plan objections; and (iv) a Confirmation Hearing Date. Having reviewed the Disclosure Statement, and the Scheduling Motion at the hearing held on October 8, 2014 and continued to October 14, 2014 (the “Disclosure Statement Hearing”), and based on the evidence admitted and representations presented to the Court at such hearing, the Court finds that the expedited notice of the Disclosure Statement Hearing and the hearing on the Scheduling Motion was sufficient and proper under the particular circumstances, and that no other or further notice need be given; and it appearing that the relief requested is in the best interests of the Debtors, their estates and creditors and other parties in interest; and the Court acknowledging the agreements represented on the record of the Disclosure Statement Hearing that the objections filed by HMG Services, LLC have been resolved by the amendments made to the Disclosure Statement prior to the hearing; and upon the record of the Disclosure Statement Hearing and this case; and after due deliberation thereon, and good cause appearing therefore;

IT IS HEREBY ORDERED AS FOLLOWS:

1. Disclosure Statement Approved. Pursuant to Rule 3017(b) of the Federal Rules of Bankruptcy Procedure, the Disclosure Statement, filed as Docket No. [339], is hereby approved as containing adequate information as required by section 1125(a) of the Bankruptcy Code.

2. Ballots. The Court approves the revised form of Ballot, as filed with the Court as Docket No. [340].

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<sup>2</sup> For purposes of the Plan, the Debtors are Mason Coppell OP, LLC, Mason Friendswood OP, LLC, Mason Georgetown OP, LLC, Mason Mesquite OP, LLC and Mason Round Rock OP, LLC.

3. Record Date. **October 14, 2014** shall be the date for determining the (i) claim and interest holders entitled to receive Solicitation Packages; and (ii) claim and interest holders entitled to vote to accept or reject the Plan, notwithstanding anything to the contrary in the Bankruptcy Rules.

4. Solicitation Mailing Date. The Committee shall distribute the Solicitation Packages to those parties entitled to receive the Plan, Disclosure Statement, Ballots (where applicable) and other notices required under the Solicitation Procedures, no later than **October 17, 2014.**

5. Solicitation Procedures Approved. Except as expressly provided in this Order, the Solicitation Procedures proposed in the Solicitation Procedures Motion are approved.

6. Relevant Dates and Deadlines. The Court approves the following:

- (a) **Voting Deadline: November 18, 2014, at 4:00 pm.** This is the last date and time by which ballots for accepting or rejecting the Plan must be RECEIVED by the Voting Agent to be counted. Ballots must be returned to the Voting Agent on or prior to the Voting Deadline by e-mail, fax, regular mail, overnight delivery or hand delivery.
- (b) **Objection Deadline: November 18, 2014, 4:00 pm.** Confirmation Objections not timely filed and served in accordance with this Order shall not be considered. Confirmation Objections to the Plan, if any, must (i) be in writing, (ii) comply with the Bankruptcy Rules and the Local Rules, (iii) set forth the name of the objector, and the nature and amount of any claim asserted by the objector against or in the Debtor, its Estate or Assets, (iv) state with particularity the legal and factual basis for the objection, including suggested language to be added or existing language to be amended or deleted, and (v) be filed with the Court together with proof of service, and be served by personal service, overnight delivery, or first-class mail, so as to be RECEIVED no later than the Objection Deadline, by the Notice Parties listed in the Scheduling Motion.
- (c) **Confirmation Hearing Date: November 24, 2014, at 10:30 a.m.** The Confirmation Hearing may continue to other dates as necessary and ordered by the Court.

7. Votes Counted and Exceptions. Any timely received Ballot that contains sufficient information to permit the identification of the Claimant, the identification of the Class and sub-class applicable to the Claim, and the determination of the Claimant's acceptance or rejection of the Plan shall be counted and will be deemed to be cast as an acceptance or rejection, as the case may be, of the Plan, subject to the following exceptions:

- (a) If a Claim or Interest is deemed Allowed in accordance with the Plan, such Claim or Interest is Allowed for voting purposes in the deemed Allowed amount set forth in the Plan;
- (b) If a Claim or Interest has been estimated or otherwise Allowed for voting purposes by order of the Court, such Claim or Interest is temporarily Allowed in the amount so estimated or Allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;
- (c) If a Claim or Interest is listed in the Schedules as contingent, unliquidated, or disputed and a proof of claim was not (i) filed by the Bar Date or (ii) deemed timely filed by an order of the Bankruptcy Code prior to the Voting Deadline, the Committee proposes that such Claim or Interest be disallowed for voting purposes and for purposes of allowance and distribution pursuant to Bankruptcy Rule 3003(c), unless otherwise ordered by the Court on a motion of the claimant;
- (d) If an objection to a Claim or Interest has been filed before the Voting Deadline, unless and to the extent that the Bankruptcy Court temporarily allows the Claim pursuant to a motion filed before the Confirmation Hearing Date, such Claim shall be temporarily disallowed to the extent and in the manner as may be set forth in the objection for voting purposes only and not for the purposes of the allowance or distribution, unless otherwise ordered by the Court;
- (e) For purposes of tabulating votes and claim dollar amounts, if there is a conflict between the Claim amount listed in the ballot and the Claim amount listed according to the Claims Register maintained by the Bankruptcy Court Clerk, the Voting Agent shall use the amount listed in the Claims Register, unless otherwise ordered by the Bankruptcy Court;

8. Votes Not Counted. The following ballots shall not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected:

- (a) Any ballot received after the Voting Deadline unless the Committee or the Bankruptcy Court has granted an extension in writing of the Voting Deadline with respect to such ballot;
- (b) Any Ballot that is illegible or contains insufficient information to permit the identification of the claimant.
- (c) Any ballot cast by a person or entity that does not hold a claim in a class or sub-class that is entitled to vote to accept or reject the Plan;
- (d) Any ballot cast for a claim scheduled as unliquidated, contingent, or disputed and not been allowed or estimated for voting purposes prior to the Voting Deadline;
- (e) Any ballot cast in a manner that neither indicates an acceptance nor rejection of the Plan or that indicates both an acceptance and rejection of the Plan; and
- (f) Any unsigned ballot.

9. Ballot Summary. The Committee's counsel shall act as the Voting Agent and shall file a ballot certification with the Court, as required by local rules, before the end of business on November 21, 2014, at least one business day before the Confirmation Hearing.

10. This Order is effective immediately. The Court reserves jurisdiction over the interpretation and implementation of this Order and reserves the right to amend or modify the Solicitation Procedures as necessary in the interest of justice.

**### END OF ORDER ###**

**SUBMITTED BY:**

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**ATTORNEYS FOR THE OFFICIAL COMMITTEE  
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