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

**In re:**

**BORDERS GROUP, INC., *et al.*,<sup>1</sup>**

**Debtors.**

**Chapter 11**

**Case No. 11-10614 (MG)**

**Jointly Administered**

**STATEMENT REGARDING RESOLUTION OF THE UNITED STATES  
TRUSTEE'S INFORMAL OBJECTION TO THE THIRD  
MONTHLY FEE STATEMENT OF LOWENSTEIN SANDLER PC  
FOR THE PERIOD OF MAY 1 THROUGH MAY 31, 2011**

To: Honorable Martin Glenn, United States Bankruptcy Judge:

Lowenstein Sandler PC ("Lowenstein"), counsel to the Official Committee of Unsecured Creditors, submits this statement of resolution of the United States Trustee's informal objection (the "Objection") to the Third Monthly Fee Statement of Lowenstein for the period of May 1 through May 31, 2011 (the "May Fee Statement") [Docket No. 1085]. In accordance with the Order Pursuant to 11 U.S.C. §§105(a), and 331 Establishing Procedures for Interim

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Borders Group, Inc. (4588); Borders International Services, Inc. (5075); Borders, Inc. (4285); Borders Direct, LLC (0084); Borders Properties, Inc. (7978); Borders Online, Inc. (8425); Borders Online, LLC (8996); and BGP (UK) Limited.

Compensation and Reimbursement of Expenses for Professionals dated March 15, 2011 [Docket No. 385], Lowenstein and the United States Trustee have resolved the Objection by Lowenstein's agreement to reduce its May Fee Statement request by \$2,074.00.

Dated: June 22, 2011

Respectfully submitted,

**LOWENSTEIN SANDLER PC**

By: /s/ Bruce Buechler

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