

U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
ENTERED
THE DATE OF ENTRY IS
ON THE COURTS DOCKET
TAWANA C. MARSHALL, CLERK



D. Michael Lynn
U.S. Bankruptcy Judge

MAY 26 2010

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

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In re	: Chapter 11
TEXAS RANGERS BASEBALL PARTNERS	: Case No. 10-43400 (DML)-11
Debtor.	:
-----X	

**ORDER PURSUANT TO SECTIONS
105(a), 363(b), AND 503(b)(1) OF THE BANKRUPTCY
CODE AUTHORIZING THE DEBTOR TO HONOR PREPETITION
OBLIGATIONS TO CUSTOMERS AND OTHERWISE CONTINUE
CUSTOMER PROGRAMS IN THE ORDINARY COURSE OF BUSINESS
[Relates to Docket No. 22]**

Upon the motion, dated May 24, 2010 (the "Motion"), of Texas Rangers Baseball Partners, as debtor and debtor in possession in the above-captioned chapter 11 case (the "Debtor"), for authorization pursuant to sections 105(a), 363(b), and 503(b)(1) of the Bankruptcy Code to honor prepetition obligations to customers and otherwise continue Customer

Programs¹ in the ordinary course of business, all as more fully set forth in the Motion; and upon consideration of the Declaration of Kellie L. Fischer in Support of the Debtor's Chapter 11 Petition and Requests for First Day Relief (the "Fischer Declaration"); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and due and proper notice of the hearing to consider the relief requested therein (the "Hearing") having been provided to: (i) the Office of the United States Trustee for the Northern District of Texas; (ii) the Debtor's thirty largest unsecured creditors; (iii) counsel to the Purchaser; (iv) counsel to Major League Baseball; (v) counsel to the Major League Baseball Players Association; (vi) counsel to JPMorgan Chase Bank, N.A., as administrative agent under the First Lien Credit Facility; (vii) counsel to GSP Finance LLC, as successor in interest to Barclays Bank PLC, as administrative agent under the Second Lien Credit Facility; and (viii) the Banks (collectively, the "Notice Parties") (collectively, the "Notice Parties"), and no further notice being necessary; and the legal and factual bases set forth in the Motion establishing just and sufficient cause to grant the relief requested therein; and the relief granted herein being in the best interests of the Debtor, its estate, creditors, and all parties in interest; and the relief granted herein being necessary to avoid immediate and irreparable harm; and the Court having held the Hearing with the appearances of interested parties noted in the record of the Hearing; and upon the entire record and all of the proceedings before the Court, the Court hereby ORDERS that:

1. The Motion is granted to the extent set forth herein.

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.

2. Pursuant to sections 105(a), 363(b), and 503(b)(1) of the Bankruptcy Code, the Debtor is authorized, but not directed, to continue, renew, replace, implement, modify, and/or terminate the Customer Programs, as it deems appropriate, in the ordinary course of business and without further application of the Court.

3. The Debtor is authorized, but not directed, to honor all prepetition obligations relating to the Customer Programs, in the ordinary course of business, in the same manner and on the same basis as the Debtor honored such obligations prior to commencement of this chapter 11 case; provided, that the relief granted herein shall not constitute an approval or assumption of any Customer Program or related agreement or policy pursuant to section 365 of the Bankruptcy Code.

4. Nothing in this Order or the Motion shall be construed as prejudicing any rights the Debtor may have to contest the amount or basis of any prepetition or postpetition obligations relating to the Customer Programs.

5. The Debtor's banks and all other applicable banks or financial institutions are authorized, consistent with the terms of any cash management order entered in this case, when requested by the Debtor in the Debtor's sole discretion, to receive, process, honor and pay all checks drawn or direct deposit and funds transfer instructions made relating to the Debtor's accounts and any other transfers that are related to the Customer Programs and the costs and expenses incident thereto; provided, that sufficient funds are available in the accounts to make such payments; provided further, that (i) any such bank or financial institution may rely on the representations of the Debtor regarding which checks that were drawn or instructions that were issued by the Debtor before the Commencement Date should be honored postpetition pursuant to

this Order and (ii) that any such bank or financial institution shall not have any liability to any party for relying on the representations of the Debtor as provided herein.

6. Rule 6003 of the Federal Rules of Bankruptcy Procedure has been satisfied because the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtor.

7. Rules 6004(a) and (h) of the Federal Rules of Bankruptcy Procedure have been satisfied because the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtor.

8. The Debtor shall serve this Order within three business days of its entry on the parties in interest identified in Local Rule 2002.1, including the Notice Parties.

9. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

10. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

END OF ORDER