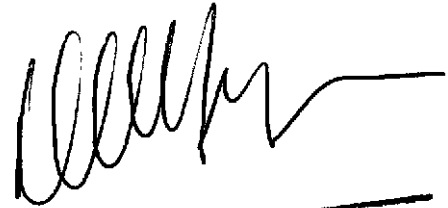


BANKRUPTCY COURT  
DISTRICT OF TEXAS  
**ENTERED**  
THE DATE OF ENTRY IS  
ON THE COURTS DOCKET  
TAWANA C. MARSHALL, CLERK



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**

-----X	
	:
<b>In re</b>	:
	:
<b>TEXAS RANGERS BASEBALL PARTNERS</b>	:
	:
<b>Debtor.</b>	:
	:
	:
	:
-----X	

**Chapter 11**  
**Case No. 10-43400 (DML)**

**INTERIM ORDER PURSUANT TO SECTIONS 105(a), 363(b), AND 507(a)  
OF THE BANKRUPTCY CODE FOR AUTHORIZATION (I) TO PAY  
CERTAIN EMPLOYEE COMPENSATION AND BENEFITS AND (II) TO  
MAINTAIN AND CONTINUE SUCH BENEFITS AND OTHER  
EMPLOYEE-RELATED PROGRAMS AND SETTING FINAL HEARING**

Upon the motion (the "Motion"), dated May 24, 2010, of Texas Rangers Baseball Partners, as debtor and debtor in possession in the above-captioned chapter 11 case (the "Debtor"), pursuant to sections 105(a), 363(b), and 507(a) of the Bankruptcy Code,<sup>1</sup> for entry of

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

an interim order (the “Interim Order”) and a final order authorizing the Debtor (i) to pay wages, salaries, and certain other compensation (collectively, the “Compensation Obligations”) and certain employee benefits, which include, among other things, PTO Plans, Health and Welfare Programs, the 401(k) Plan, Severance Programs, Discount Programs, Player Health and Welfare Plans and the Player 401(k) Plan (each as defined below and collectively, the “Employee Benefits”) and together with the Compensation Obligations, the “Employee Obligations”) and (ii) to continue to honor certain Employee Benefits, all as more fully described 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 the Court having considered the Motion at an interim hearing on \_\_\_\_\_, 2010 (the “Interim Hearing”); 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 Interim Hearing to consider the relief requested therein 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”), 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 Interim Hearing with the appearances of interested parties noted in the record of the Interim 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 on an interim basis.
2. Pursuant to this Interim Order, the Debtor is authorized, but not required, to pay all amounts due for to satisfy the Employee Obligations incurred by the Debtor prior to the Commencement Date that become due and payable by the Debtor prior to entry of a final order on the Motion (the "Interim Period"), provided however that the Highly Compensated Non-Player Employees shall not be paid for prepetition amounts in excess of the statutory cap of \$11,725 provided for by section 507(a)(4) of the Bankruptcy Code.
3. The Debtor is authorized (a) to allow employees to use, in the ordinary course of business, vacation days accrued prior to the Commencement Date and (b) upon an employee's termination or a Pay-Out Request, to pay such employee the amount of any unused prepetition vacation days.
4. The Debtor is authorized on an interim basis, but not required, to pay costs and expenses incidental to the payment of the Employee Obligations on an interim basis, including all administration and processing costs and payments to outside professionals or independent contractors, in the ordinary course of business, in order to facilitate the administration and maintenance of the Debtor's programs and policies related to the Employee Obligations.

5. Each Bank is authorized and directed to review, process, honor, and pay any and all checks drawn or electronic funds transferred whether such checks were presented prior to or after the Commencement Date.

6. The Debtor is authorized to issue postpetition checks or to effect new electronic fund transfers as relating to Employee Obligations to replace any prepetition checks or electronic fund transfer requests that may be dishonored or rejected as a consequence of the commencement of the Debtor's Chapter 11 Case.

7. The Banks may rely on this Order and shall not be required to determine whether any check or other transfer drawn or issued by the Debtor was drawn or issued prior to after the Commencement Date and shall have no liability to any party for relying on this Order.

8. Any objections to the Motion ("Objections") on a final basis shall be in writing, filed with the Clerk of the United States Bankruptcy for the Northern District of Texas, Fort Worth Division together with proof of service thereof, set forth the name of the objector, the nature and amount of any claim or interest asserted by the objector against the estate or property of the Debtor, and state the legal and factual basis for such Objection. Any such Objections should be served upon the following parties so as to be received no later than 5:00 p.m. (Central Time) on June 11, 2010 (the "Objection Deadline"): (i) counsel to the Debtor, Weil, Gotshal & Manges LLP, 200 Crescent Court, Suite 300, Dallas, Texas 75201, Attn: Martin A. Sosland, Esq. and Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Romit J. Berkovich, Esq.; (ii) counsel to the Purchaser, Foley & Lardner LLP, 777 East Wisconsin Avenue, Milwaukee, Wisconsin 53202, Attn: Mary K. Braza, Esq. and Kevin R. Schulz, Esq. and Foley & Lardner LLP, 321 North Clark Street, Suite 2800, Chicago, Illinois 60610, Attn: Michael J. Small, Esq.; (iii) counsel to the Purchaser, Barlow Garsek & Simon,

LLP, 3815 Lisbon Street, Fort Worth, Texas 76107, Attn: Robert A. Simon, Esq.; (iv) counsel to the Purchaser, Sherrard, German & Kelly, P.C., 28th Floor, Two PNC Plaza, 620 Liberty Avenue, Pittsburgh, Pennsylvania 15222, Attn: David J. Lowe, Esq.; (v) counsel to the Committee, if one shall have been appointed; (vi) the U.S. Trustee, 1000 Commerce Street, Room 976, Dallas, Texas 75242, Attn: Lisa L. Lambert, Esq.; (vii) counsel to JPMorgan Chase Bank, N.A., Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022, Attn: Ronan Wicks, Esq. and David Teh, Esq.; (viii) counsel to GSP Finance LLC, Clifford Chance US LLP, 31 West 52nd Street, New York, New York 10019, Attn: Jason P. Young, Esq.; (ix) counsel to MLB, Paul Weiss Rifkind Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn: Stephen J. Shimshak, Esq., Jordan E. Yarett, Esq. and Philip A. Weintraub, Esq.; and (x) the Office of the Commissioner of Baseball, 245 Park Avenue, New York, New York 10167, Attn: Thomas J. Ostertag, Esq.

9. If an Objection to the Motion is not received by the Objection Deadline, the relief requested shall be deemed unopposed, and the Court may enter a final order approving the Motion without a hearing.

10. If an Objection to the Motion is received by the Objection Deadline, a hearing will be held on June 15, 2010 at 9:30 am central time .m. to consider the relief requested herein on a final basis (the "Final Hearing") and, following the conclusion of the Final Hearing, the relief granted herein shall remain in effect with respect to the Interim Period.

11. 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.

12. Rules 6004(a) and (h) 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.

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

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

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

###END OF ORDER###