

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----	X	
In re:	:	
	:	
CATHOLIC DIOCESE OF WILMINGTON,	:	Chapter 11
INC., a Delaware Corporation, ¹	:	
	:	Case No. 09-13560 (CSS)
Debtor.	:	
	:	Re: Docket No. ____
	:	
	:	
-----	X	

**ORDER PURSUANT TO BANKRUPTCY RULE 3003(c)(3) AND LOCAL
RULE 2002-1(e) ESTABLISHING DEADLINES FOR FILING PROOFS OF
CLAIM AND APPROVING FORM AND MANNER OF NOTICE THEREOF**

Upon the consideration of the Motion² of the above-captioned Debtor for entry of an order, pursuant to section 501 of title 11 of the United States Code (the “Bankruptcy Code”), Rules 2002 and 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 2002-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”) establishing bar dates for filing proofs of claim and approving the form and manner of notice thereof; and this Court having reviewed the Motion and the pleadings related thereto; and this Court finding that: (i) this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) notice of the Motion was sufficient under the circumstances and in accordance with Local Rule 2002-1(e); and (iv) it appearing that the relief requested in the Motion is in the best interests of the Debtor’s estate, its creditors, and other parties in interest; and (v) this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; it is hereby

¹ The last four digits of the Debtor’s federal tax identification number are 5439. The Debtor’s mailing address is 1925 Delaware Avenue, P.O. Box 2030, Wilmington, Delaware 19899-2030.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Motion.

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED as set forth herein.

2. The Non-Tort Proof of Claim Form, the Tort Proof of Claim Form, the Non-Tort Bar Date Notice, the Tort Claim Bar Date Notice, the Publication Notice, and the Tort Publication Notice, substantially in the forms attached to the Motion as Exhibits A, B, C, D, E and F, respectively, and the manner of providing notice of the Bar Dates proposed in the Motion, are approved in all respects pursuant to Bankruptcy Rules 2002(a)(7) and 2002(l) and Local Rule 2002-1(e). The form and manner of notice of the Bar Dates approved herein are deemed to fulfill the notice requirements of the Bankruptcy Rules and the Local Rules, and notice of the Bar Dates in the form and manner as proposed by the Debtor herein is fair and reasonable and will provide good, sufficient, and due notice to all creditors and interest holders of their rights and obligations in connection with claims they may assert against the Debtor's estate in this chapter 11 case. Accordingly, the Debtor is authorized to serve and/or publish the Bar Date Notice Packages in the manner described herein.

3. Except as provided in paragraphs 6 and 7 of this Order, any entity holding a prepetition claim against the Debtor must file a proof of claim in accordance with the procedures described herein **on or before 4:00 p.m. (prevailing Eastern Time) on April 15, 2010** (the "General Bar Date"). The General Bar Date shall be identified in the Non-Tort Bar Date Notice and the Publication Notice. Except as provided in paragraphs 6 and 7 of this Order, the General Bar Date applies to all entities, other than governmental units and Tort Claimants, holding claims, including section 503(b)(9) claims, against the Debtor (whether secured, unsecured priority or unsecured nonpriority) that arose prior to or on the Petition Date.

4. Except as provided in paragraphs 6 and 7 of this Order, any entity holding a prepetition claim arising from abuse for which the individual believes the Debtor may be liable, must file a proof of claim in accordance with the procedures described herein **on or before 4:00 p.m. (prevailing Eastern Time) on April 15, 2010** (the “Tort Claim Bar Date”). The Tort Claim Bar Date shall be identified in the Tort Claim Bar Date Notice, the Publication Notice and the Tort Publication Notice.

5. Except as provided in paragraphs 6 and 7 of this Order, in accordance with section 502(b)(9) of the Bankruptcy Code, any governmental unit holding a prepetition claim against the Debtor must file a proof of claim in accordance with the procedures described herein **on or before 4:00 p.m. (prevailing Eastern Time) on April 15, 2010** (the “Government Bar Date”). The Government Bar Date shall be identified in the Non-Tort Bar Date Notice and the Publication Notice. Except as provided in paragraphs 6 and 7 of this Order, the Government Bar Date applies to all governmental units holding claims against the Debtor (whether secured, unsecured priority, or unsecured nonpriority) that arose prior to or on the Petition Date, including governmental units holding claims against the Debtor for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtor was a party.

6. The following entities whose claims otherwise would be subject to the Bar Dates shall not be required to file proofs of claim in this chapter 11 case:

- (a) any entity or person that has already properly filed a proof of claim against the Debtor with either the Claims Agent or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;
- (b) any or person entity: (i) whose claim is listed in the Schedules or any amendments thereto, and (ii) whose claim is not described therein as “disputed,” “contingent,” or “unliquidated,” and (iii) who does not dispute the amount or classification of its claim as set forth in the Schedules;

- (c) professionals retained by the Debtor or the Committee pursuant to orders of this Court, including GCG, who assert administrative claims for payment of fees and expenses subject to the Court's approval pursuant to sections 330, 331(a) and 503(b) of the Bankruptcy Code;
- (d) any entity or person that asserts an administrative expense claim against the Debtor pursuant to section 503(b)(1) through (8) of the Bankruptcy Code;
- (e) any person or entity whose claim against the Debtor has been allowed by an order of the Court entered on or before the applicable Bar Date; and
- (f) any person or entity whose Claim has been paid in full.

7. Any entity holding a Rejection Damages Claim arising from the rejection of an executory contract or unexpired lease pursuant to an order entered prior to the confirmation of a chapter 11 plan in the Debtor's chapter 11 case shall be required to file a proof of claim in respect of such Rejection Damages Claim in accordance with the procedures described herein by the Rejection Bar Date. The Rejection Bar Date shall be the later of: (i) the General Bar Date; or (ii) 4:00 p.m. (prevailing Eastern Time) on the date that is thirty (30) days after entry of an order approving the rejection of an executory contract or unexpired lease pursuant to which the entity asserting the Rejection Damages Claim is a party.

8. The Debtor shall retain the right to: (i) dispute, or assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, classification or otherwise; and (ii) subsequently designate any claim as disputed, contingent or unliquidated.

9. Subject to the provisions of paragraphs 6 and 7 of this Order, the following entities must file a proof of claim on or before the applicable Bar Date:

- (a) any ~~entity~~ or person whose prepetition claim against the Debtor is not listed in the Debtor's Schedules or whose prepetition claim is listed in the Schedules but is listed as disputed, contingent or unliquidated and that desires to participate in this chapter 11 case or share in any distribution in this chapter 11 case;

- (b) any entity or person that believes that its prepetition claim is improperly classified in the Schedules or is listed in an incorrect amount and that desires to have its claim allowed in a classification or amount other than that identified in the Schedules; and
- (c) any person who believes that he or she has or may have a claim for abuse for which the person believes the Debtor may be liable.

10. Pursuant to Bankruptcy Rule 3003(c)(2), **any entity that is required to file a proof of claim in this chapter 11 case pursuant to the Bankruptcy Code, the Bankruptcy Rules or this Order with respect to a particular claim against the Debtor, but that fails to do so by the applicable Bar Date, may NOT be treated as a creditor with respect to such claim for the purposes of voting on and distribution under any chapter 11 plan proposed and/or confirmed in this case.**

11. If the Debtor amends its Schedules subsequent to the entry of this Order, the Debtor will provide prompt notice of such amendment to any creditor whose claim is affected thereby. The notice shall note that each such creditor shall be required to file any proof of such claim, if necessary, on or before the later of: (i) the applicable Bar Date, or (ii) 4:00 p.m. (prevailing Eastern Time) on the date that is twenty-one (21) days after the date of the notice of such amendment, pursuant to Local Rule 1009-2.

12. Within three (3) business days of entry of this Order, or as soon as practicable thereafter, the Debtor, through the Claims Agent, shall serve: (i) a notice of the General Bar Date, the Government Bar Date and the Rejection Bar Date substantially in the form of the Non-Tort Bar Date Notice attached to the Motion as Exhibit C; (ii) a Non-Tort Proof of Claim Form substantially in the form attached to the Motion as Exhibit A; and (iii) a copy of this Order, upon: (x) all known entities holding potential prepetition claims and their counsel (if known); (y) all parties that have requested notice in this case; (z) the U.S. Trustee; and (xx) the Government Notice Parties. The Debtor shall state on each Non-Tort Proof of Claim Form

whether the entity's claim is listed in the Schedules. Assuming that the entity's claim is listed in the Schedules, the Non-Tort Proof of Claim Form will also state: (a) whether the entity's claim is listed as disputed, contingent or unliquidated; and (b) if a claim is listed in the Schedules in a liquidated amount that is not disputed or contingent, the dollar amount of the claim (as listed in the Schedules). Any entity that relies on the information in the Schedules shall bear responsibility for determining that its claim is accurately listed therein.

13. The Debtor shall provide notice of the Bar Dates by causing a copy of the notice attached to the Motion as Exhibit E (the "Publication Notice"), or the notice attached the Motion as Exhibit F (the "Tort Publication Notice"), as applicable, to be published as follows:

- (a) The Publication Notice, once in English in the national edition of *USA Today*;
- (b) The Tort Publication Notice, twice each, in both English and Spanish, in *The News Journal*, *The Baltimore Sun*, the *Salisbury Times*, the *Philadelphia Inquirer*, the *Richmond Times* and the *Delaware State News*, commencing on February 5, 2010 and continuing through April 9, 2010, pursuant to the following schedule;³

PERIODICAL	APPROXIMATE DATE OF PUBLICATION
USA Today	02/05/10
The News Journal	02/05/10
The Baltimore Sun	02/12/10
Salisbury Times & Philadelphia Inquirer	02/19/10
Richmond Times	02/26/10
Delaware State News	03/05/10
The Baltimore Sun	03/12/10
The News Journal	03/19/10
Salisbury Times & Philadelphia Inquirer	03/26/10
Delaware State News &	

³ The Debtor and Claims Agent shall use reasonable efforts to publish the Publication Notice and/or Tort Publication Notice, as applicable, as close as possible to the target dates set forth herein.

- (c) The Tort Publication Notice, twice in both English and Spanish, in *The Dialog*;
- (d) The Tort Publication Notice, bi-weekly until the Tort Claim Bar Date, but in any event, no fewer than five (5) times, in English, in the bulletins produced by parishes located within the geographic territory of the Roman Catholic Diocese of Wilmington (the “Diocese”); and
- (e) The Tort Publication Notice, bi-weekly, but in any event, no fewer than five (5) times, until the Tort Claim Bar Date, in Spanish, in the bulletins produced by parishes located within the geographic territory of the Diocese which have a large number of hispanic parishioners.

14. In addition, the Debtor (and/or the Committee) intends to provide further notice of the Bar Dates by taking the following measures:

- (a) The Tort Bar Date Notice Package will be available via the Debtor’s website, and a link to the Tort Proof of Claim Form will appear prominently on the home screen of the Debtor’s website until the expiration of Tort Claim Bar Date;
- (b) The Tort Bar Date Notice Package and the Non-Tort Bar Date Notice Package will be available on the Claims Agent’s website;
- (c) The Claims Agent and the Committee will maintain toll free numbers which may be used by potential claimants to ask questions or obtain copies of Tort Proof of Claim Forms and Non-Tort Proof of Claim Forms; and
- (d) The Debtor will request that the Diocese of Richmond publish the Tort Publication Notice once in each applicable parish⁴ bulletin in English, and in Spanish in those parishes with large numbers of hispanic parishioners.

15. All Tort Proof of Claim Forms shall be treated as confidential and as if maintained under seal, unless the claimant submitting the Tort Proof of Claim Form elects

⁴ Specifically, parishes that are within the geographic area that was formerly part of the Roman Catholic Diocese of Wilmington.

otherwise in Part 1 thereof. Only the Debtor, counsel to the Debtor, the Debtor's insurers, counsel to the Committee and its members, and those parties who the Court determines by separate order of this Court, shall have access to the Tort Proof of Claim Forms for purposes of reconciliation and evaluation of Tort Claims.

16. For any proof of claim to be validly and properly filed, a signed original and one copy of the completed proof of claim, together with any accompanying documentation required by Bankruptcy Rules 3001(c) and 3001(d), must be delivered to the Claims Agent at the address identified on the applicable Bar Date Notice so as to be received **no later than 4:00 p.m. (prevailing Eastern Time)** on the applicable Bar Date. Proofs of claim may be submitted in person or by courier service, hand delivery or U.S. mail. Proofs of claim submitted by facsimile or e-mail shall not be accepted. Proofs of claim shall be deemed filed when actually received by the Claims Agent by the applicable Bar Date. If a creditor wishes to receive acknowledgement of the Claims Agent's receipt of a proof of claim, the creditor also must submit to Claims Agent by the applicable Bar Date and concurrently with submitting its original proof of claim: (i) a third copy of the original proof of claim; and (ii) a self-addressed, stamped return envelope.

17. The Debtor is authorized and empowered to take all actions necessary to implement the relief granted in this Order.

18. Nothing contained herein shall constitute a waiver by the Debtor of (a) any defenses in connection with any Non-Tort Claims or Tort Claims that are asserted against the Catholic Diocese of Wilmington, Inc., or (b) the right to assert that any Non-Tort Claims or Tort Claims are barred by applicable statutes of limitations.

19. This Court shall retain jurisdiction over any and all matters arising from or relating to the implementation or interpretation of this Order.

Dated: February 1, 2010
Wilmington, Delaware



THE HONORABLE CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE