

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

In re:) Chapter 11
))
NEXPAK CORPORATION, *et al.*,¹) Case No. 09-11244 (PJW)
))
 Debtors.) (Jointly Administered)
))
)) **Related Docket No. 774**
))

**DEBTORS' MOTION TO LIMIT NOTICE ON MOTION FOR ENTRY OF AN ORDER
PURSUANT TO BANKRUPTCY CODE SECTION 105 AND BANKRUPTCY
RULE 9019 FOR APPROVAL OF A SETTLEMENT BETWEEN
NEXPAK CORPORATION AND NEXT GENERATION MEDIA, INC.**

NexPak Corporation (“NexPak”) and its affiliated debtors (the “ Reorganized Debtors”) in the above-captioned chapter 11 cases, by and through their undersigned counsel, filed their *Motion for Entry of an Order Pursuant to Bankruptcy Code Section 105 and Bankruptcy Rule 9019 for Approval of a Settlement Between Nexpak Corporation and Next Generation Media, Inc.* (the “Motion”) (Docket No. 774) on November 8, 2010, and respectfully submit this motion (the “Motion to Limit Notice”), pursuant to 11 U.S.C. § 105, for the entry of an order limiting the scope of notice of the Motion.

In support of this Motion to Limit Notice, the Debtors respectfully set forth and represent as follows:

1. On April 10, 2009 (the “Petition Date”), the Debtors commenced their bankruptcy cases by filing voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532.

¹ The Debtors (along with the last four digits of their respective federal tax ID numbers) are the following entities: NexPak Corporation (2207); Atlanta Precision Molding Co., LLC (4923); EPM Holdings, Inc. (4658); NexPak Holdings LLC (8844); JMC Acquisition LLC (1660); and AEI Acquisition LLC (1655).

Docket No. 776
Date 11.8.10

2. Given the size of the master service list in this case, the Debtors respectfully submit that notice of the Motion on all creditors would be prohibitively expensive given the limited scope of the relief requested in the Motion. Accordingly, the Debtors request that the Court approve the limited scope of notice upon the United States Trustee, the Official Committee of Unsecured Creditors and those parties that have requested notice pursuant to Bankruptcy Rule 2002 (collectively, the "Notice Parties").

3. The Notice Parties constitute the same parties upon whom the Debtors have served other pleadings in these cases and service on the Notice Parties will provide notice to all parties that have been involved in these cases and whose rights may be implicated by the Motion.

4. The Debtors respectfully submit that this notice procedure is good and sufficient under the circumstances and should be approved.

WHEREFORE, the Debtors respectfully request that the Court enter an Order, substantially in the form attached hereto, approving the Motion to Limit Notice and granting to the Debtors such other and further relief as the Court deems just and proper.

Dated: November 8, 2010
Wilmington, Delaware

SULLIVAN • HAZELTINE • ALLINSON LLC

/s/ William A. Hazeltine

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Attorneys for the Reorganized Debtors

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

In re:) Chapter 11
NEXPAK CORPORATION, *et al.*,¹)
) Case No. 09-11244 (PJW)
)
Debtors.) (Jointly Administered)
)
)
) **Related Docket No.** ____
)

**ORDER GRANTING DEBTORS' MOTION TO LIMIT NOTICE ON MOTION FOR
ENTRY OF AN ORDER PURSUANT TO BANKRUPTCY CODE SECTION 105 AND
BANKRUPTCY RULE 9019 FOR APPROVAL OF A SETTLEMENT BETWEEN
NEXPAK CORPORATION AND NEXT GENERATION MEDIA, INC.**

Upon the *Motion of the Debtors to Limit Scope of Notice on Motion for Entry of an Order Pursuant to Bankruptcy Code Section 105 and Bankruptcy Rule 9019 for Approval of a Settlement Between Nexpak Corporation and Next Generation Media, Inc.* (the "Motion to Limit Notice");² and no previous motion for such relief having been made; and upon consideration of the Motion to Limit Notice; it is hereby

ORDERED that the Motion to Limit Notice is granted; and it is further

ORDERED that the Debtors shall serve the Motion on the Notice Parties; which shall constitute good and sufficient notice of the Motion under the circumstances presented; and it is further

ORDERED that this Court shall retain jurisdiction over any and all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2010
Wilmington, Delaware

THE HONORABLE PETER J. WALSH
UNITED STATES BANKRUPTCY JUDGE

¹ The Debtors (along with the last four digits of their respective federal tax ID numbers) are the following entities: NexPak Corporation (2207); Atlanta Precision Molding Co., LLC (4923); EPM Holdings, Inc. (4658); NexPak Holdings LLC (8844); JMC Acquisition LLC (1660); and AEI Acquisition LLC (1655).

² Capitalized terms shall have the meaning ascribed to them in the Motion.

File a Motion:09-11244-PJW Nexpak Corporation, et al.,

Type: bk

Chapter: 11 v

Office: 1 (Delaware)

Assets: y

Judge: PJW

Case Flag: MEGA, LEAD,
CLMSAGNT, CONFIRMED**U.S. Bankruptcy Court****District of Delaware**

Notice of Electronic Filing

The following transaction was received from William A. Hazeltine entered on 11/8/2010 at 4:54 PM EST and filed on 11/8/2010

Case Name: Nexpak Corporation, et al.,**Case Number:** 09-11244-PJW**Document Number:** 776**Docket Text:**

Motion to Limit Notice (related document(s)[774]) Filed by Nexpak Corporation, et al.,. (Attachments: # (1) Proposed Form of Order) (Hazeltine, William)

The following document(s) are associated with this transaction:

Document description:Main Document**Original filename:**C:\fakepath\Motion to Limit Notice re Next Gen.pdf**Electronic document Stamp:**

[STAMP bkecfStamp_ID=983460418 [Date=11/8/2010] [FileNumber=9031550-0]
[2fa64012c832d22a91982c7e8ec8a0acffcaa591a57bd756450fd2d0c9bc02f40a7
0cadd986c473e8dc505cbb3c9cbbb0ed5926add6b29559ae337171c27a7]]

Document description:Proposed Form of Order**Original filename:**C:\fakepath\Motion to Limit Notice re Next Gen - Order.pdf**Electronic document Stamp:**

[STAMP bkecfStamp_ID=983460418 [Date=11/8/2010] [FileNumber=9031550-1]
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66ca71ddfb8bede26ffc4db0cacdb1a145aa7745ca7e2d448510d145271]]

09-11244-PJW Notice will be electronically mailed to:

William Pierce Bowden on behalf of Mediator William Bowden
wbowden@ashby-geddes.com

Amy D. Brown on behalf of Creditor ColorMatrix Corporation
abrown@margolisedelstein.com

David L. Buchbinder on behalf of U.S. Trustee David Buchbinder