

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

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**In re:** :  
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: **Chapter 11 Case No.**  
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**STAR TRIBUNE HOLDINGS** :  
**CORPORATION, et al.,** : **09-10244 (RDD)**  
:  
: **(Jointly Administered)**  
**Debtors.**<sup>1</sup> :  
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**ORDER APPROVING THE REJECTION OF EXECUTORY AGREEMENT**

Upon the motion (the “**Motion**”)<sup>2</sup> of Star Tribune Holdings Corporation (“**Star Tribune Holdings**”) and The Star Tribune Company (together with Star Tribune Holdings, the “**Debtors**”), for authorization pursuant to sections 365(a) and 554(a) of the Bankruptcy Code and Bankruptcy Rule 6006, for an order approving the rejection of the Rejected Agreement, as more fully described in the Motion and Schedule 1 thereto and hereto; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334 and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§

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<sup>1</sup> The Debtors are Star Tribune Holdings Corporation and The Star Tribune Company. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ chapter 11 petitions.

<sup>2</sup> Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Motion.

1408 and 1409; and due and proper notice of the Motion having been provided in accordance with the Case Management Order; and it appearing that no other or further notice need be provided; and there being no objections to the Motion and the Court having reviewed the Motion; and the relief requested in the Motion being in the best interests of the Debtors and their respective estates and creditors; and the Debtors having articulated good, sufficient and sound business justifications and compelling circumstances for rejecting the Rejected Agreement; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the relief requested in the Motion is hereby granted; and it is further

ORDERED that the rejection of the Rejected Agreement is authorized and approved pursuant to section 365(a) of the Bankruptcy Code. The Rejected Agreement is hereby rejected by the Debtors party thereto effective as of the date specified in Schedule 1 hereto; and it is further

ORDERED that, consistent with the limitations of section 362 of the Bankruptcy Code and any other applicable law, all counterparties to the Rejected Agreement are prohibited from setting off or otherwise utilizing any amounts deposited by the Debtors with such counterparties as a security deposit or pursuant to another similar arrangement, or owed to Debtors by such counterparties under the Rejected Agreement or other

agreements between the same parties, without further order of this Court.

Dated: New York, New York  
May 26, 2009

/s/Robert D. Drain

THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

# **SCHEDULE 1**

**List of Rejected Agreements**

Contract Name	Debtor Parties to Agreement to be Rejected	Counterparties to Agreement to be Rejected	Date of Agreement	Location of Real Property that is the subject of Agreement to be Rejected	Rejection Effective Date
Oakdale Depot Warehouse Lease	The Star Tribune Company	MJ's Oakdale Properties, LLC	June 30, 2006	6922 North 55th Street, Oakdale, Minnesota 55128	April 30, 2009