

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
 )  
TPOP, LLC,<sup>1</sup> ) Case No. 13-11831 (BLS)  
 )  
Debtor. )  
 ) **Related to Docket No. 1156**

**CERTIFICATION OF NO OBJECTION REGARDING DEBTOR'S MOTION  
FOR ORDER PURSUANT TO 11 U.S.C. § 105 AND 363 AND BANKRUPTCY  
RULE 9019 AUTHORIZING AND APPROVING SETTLEMENT AGREEMENT  
BETWEEN TPOP, LLC, METAVATION VASSAR, LLC AND THE MICHIGAN  
DEPARTMENT OF ENVIRONMENTAL QUALITY**

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The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the *Debtor's Motion for Order Pursuant to 11 U.S.C. § 105 and 363 and Bankruptcy Rule 9019 Authorizing and Approving Settlement Agreement Between TPOP, LLC, Metavation Vassar, LLC and the Michigan Department of Environmental Quality* [Docket No. 1156] (the "Motion") filed on December 12, 2019 with the United States Bankruptcy Court for the District of Delaware (the "Court").

Pursuant to the *Notice of Motion* filed and served with the Motion, objections to the Motion were to be filed and served no later than December 27, 2019 at 4:00 p.m. prevailing Eastern Time.

The undersigned further certifies that the Court's docket has been reviewed in this case and no answer, objection or other responsive pleading to the Motion appears thereon.

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<sup>1</sup> The Debtor in this chapter 11 case is TPOP, LLC f/k/a Metavation, LLC and the last four digits of the Debtor's federal tax identification number is 5884. The location of the Debtor's headquarters is TPOP, LLC f/k/a Metavation, LLC, c/o Huron Consulting Group Inc., P O Box 1720, Birmingham, MI 48012, Attn: John C. DiDonato, Chief Restructuring Officer.

It is hereby respectfully requested that the Order attached hereto as **Exhibit 1** be entered at the Court's earliest convenience.

Dated: December 30, 2019

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Laura Davis Jones (DE Bar No. 2436)

David M. Bertenthal (CA Bar No. 167624)

Colin R. Robinson (DE Bar No. 5524)

919 N. Market Street, 17th Floor

P O Box 8705

Wilmington, DE 19899 (Courier 19801)

Telephone: 302-652-4100

Facsimile: 302-652-4400

Email: ljones@pszjlaw.com

dbertenthal@pszjlaw.com

crobinson@pszjlaw.com

Counsel for the Debtor

**EXHIBIT 1**

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

In re:

TPOP, LLC,<sup>1</sup>

Debtor.

Chapter 11

Case No. 13-11831 (BLS)

**Related to Docket No. 1156**

**ORDER AUTHORIZING AND APPROVING SETTLEMENT AGREEMENT  
BETWEEN TPOP, LLC, METAVATION VASSAR, LLC AND THE MICHIGAN  
DEPARTMENT OF ENVIRONMENTAL QUALITY**

Upon the motion (the “Motion”), of the above-captioned debtor (the “Debtor”), for an order pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) approving the terms of that certain Settlement Agreement (the “Settlement Agreement”) by and among Debtor, Metavation Vassar, LLC (“Vassar”, and with the Debtor, the “Debtor Parties”) and the Michigan Department of Environmental Quality (“MDEQ”) thereto all as more fully described in the Motion; and this Court having subject matter jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. § 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the “Hearing”); and upon the record of the Hearing, and all the proceedings had before this Court; and any objections to the Motion having been withdrawn or

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<sup>1</sup> The Debtor in this chapter 11 case is TPOP, LLC, f/k/a Metavation, LLC, and the last four digits of its federal tax identification numbers are 5884. The location of the Debtor’s headquarters is TPOP, LLC f/k/a Metavation, LLC, c/o Huron Consulting Group Inc., P O Box 1720, Birmingham, MI 48012, Attn: John C. DiDonato, Chief Restructuring Officer.

overruled; and this Court having found and determined that the relief sought in the Motion and its legal and factual bases establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is:

ORDERED that the Motion is granted; and it is further

ORDERED that the Settlement Agreement is hereby approved pursuant to Sections 105 and 363 of the Bankruptcy Code and Bankruptcy Rule 9019; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that this Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.