

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

CASE NO. 09-36379-PGH
CASE NO. 09-36396-PGH
(Jointly Administered)

Debtors.

_____ /

NOTICE OF FILING AMENDMENT TO SETTLEMENT AGREEMENT
[EXHIBIT C TO ECF NO. 2810]

Barry E. Mukamal, in his capacity as liquidating trustee (“*Liquidating Trustee*”) for the Palm Beach Finance Partners Liquidating Trust and the Palm Beach Finance Partners II Liquidating Trust, by and through undersigned counsel, files this Notice of Filing Amendment to Settlement Agreement, which is Exhibit C to the *Liquidating Trustee’s Motion for Authority With Respect to the Chapter 11 Plan of Liquidation for Petters Company, Inc. et al.* [ECF No. 2810].

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing was served on February 2, 2016, via the Court’s Notice of Electronic Filing upon registered Users listed on the attached **Exhibit 1**, via U.S. Mail upon the parties listed on the attached Manual Notice List attached as **Composite Exhibit 2**¹, the Court’s Matrices in Case No. 09-36379-BKC-PGH and

¹ “ADDL” means these additional parties served as a courtesy. *See **Composite Exhibit 4***.
“BAD” means that it is a known bad address; hence, no service by mail.
“DUP” means that the address appears more than once on this exhibit and is only being served one time by mail.
“INC” means that the Matrix contains an incomplete addresses; hence, no service by mail.
“NEF” means that service was made by Notice of Electronic Filing as set forth on **Exhibit 1** and is not being additionally served by mail.
“NNR” means no notice is required. Examples are professionals retained.
“PBFPP” means that entity appears on both matrices and only being served once.

Case No. 09-36396-BKC-PGH attached as **Composite Exhibit 3**², and those additional addresses set forth on **Composite Exhibit 4**.

DATED this 2nd day of February, 2016.

s/ Peter D. Russin
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Attorneys for the Liquidating Trustee

² See footnote 1.

AMENDMENT TO SETTLEMENT AGREEMENT

This AMENDMENT TO SETTLEMENT AGREEMENT (as the same may be further amended, restated, supplemented or otherwise modified from time to time in accordance with the terms hereof this "Amendment") is entered into as of January [___], 2016, by and among (1) Interlachen Harriet Investments Limited ("Interlachen"), (2) Ronald R. Peterson, solely in his capacity as Chapter 7 Trustee (the "Lancelot Trustee") for the Chapter 7 bankruptcy estates of Lancelot Investors Fund, LP, Lancelot Investors Fund II, L.P., Lancelot Investors Fund, Ltd., Colossus Capital Fund, L.P., Colossus Capital Fund, Ltd., and RWB Services, LLC (collectively, the "Lancelot Estates"); (3) Barry E. Mukamal, solely in his capacity as the Liquidating Trustee (the "Palm Beach Trustee") for the Palm Beach Finance II Liquidating Trust and Palm Beach Finance Partners Liquidating Trust (the "Palm Beach Trusts"); and (4) Greenpond South, LLC ("Greenpond" and together with the Lancelot Trustee and Lancelot Estates and the Palm Beach Trustee and Palm Beach Trusts, collectively, the "Creditor Proponents" or "CP"). Each of Interlachen and each Creditor Proponent are referred to herein individually as a "Party", and collectively as the "Parties". This Amendment amends the Settlement Agreement among the Parties dated January 15, 2016 (the "Agreement"). Any capitalized term used but not defined herein shall have the meaning ascribed to such term in the Agreement.

WHEREAS, the hearing on approval of the Disclosure Statement filed by the PCI Trustee is scheduled for February 17, 2016 and the hearing on the Palm Beach Approval is scheduled for February 24, 2016 and therefore the Parties have agreed to extend the time within which the Palm Beach Approval is required to be obtained pursuant to the terms and conditions of this Amendment;

AGREEMENT

NOW, THEREFORE, in consideration of the covenants and agreements contained herein, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Party, intending to be legally bound hereby, agrees as follows:

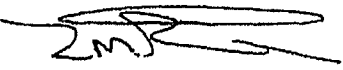
1. Paragraph 5b. of the Agreement entitled "Palm Beach Approval" is hereby superseded by and restated as follows: Promptly following the execution of this Agreement, the Palm Beach Trustee shall in the Palm Beach Bankruptcy Cases (a) seek a Final Order upon written application and after notice and a hearing approving this Agreement pursuant to Rule 9019 of the Bankruptcy Rules (the "Palm Beach Approval") contemporaneously upon the filing of a motion by the Palm Beach Trustee to obtain Plan Approval; (b) to the extent permissible under the rules of the Palm Beach Bankruptcy Court, seek the Palm Beach Approval at the same hearing as the Plan Approval; (c) seek to obtain an order granting the Palm Beach Approval on or before February 29, 2016; (d) provide prior notice to and consult with Interlachen in good faith regarding the form of application and proposed order; and (e) otherwise take any action reasonably advisable or necessary to make this Agreement fully binding upon and enforceable against the Palm Beach Trusts.

2. Paragraph 12a. of the Agreement entitled "Termination by Interlachen" is hereby superseded by and restated as follows: Interlachen may terminate this Agreement by giving Notice to the Creditor Proponents, (i) subject to the terms of this Agreement including Notice and the right to cure, upon the occurrence and at any time during the continuation of a CP Event of Default, (ii) if there is a Materially Adverse Plan Modification and such modification is not agreed to by Interlachen, (iii) the Plan is revoked or withdrawn by the Creditor Proponents and the Trustee, (iv) if one or more of the Lancelot Approval or Plan Approval sought by the Lancelot Trustee have not been obtained by the time of the approval of the disclosure statement for the Plan, then at any time until the Lancelot Approval and such Plan Approval have been obtained, or (v) if one or more of the Palm Beach Approval or the Plan Approval sought by the Palm Beach Trustee have not been obtained by February 29, 2016, then at any time until the Palm Beach Approval and such Plan Approval have been obtained.
3. This Amendment is not intended to and shall not amend, replace or supersede any of the representations, warranties, agreements or other parts of the Agreement except as expressly amended hereby, and the Agreement, as expressly amended hereby, shall remain in full force and effect in accordance with its terms. This Amendment may be executed in multiple counterparts (including by means of telecopied or electronically transmitted signature pages), all of which taken together shall constitute one and the same Amendment.

[Signature Pages Follow]

INTERLACHEN HARRIET INVESTMENTS LIMITED

By: Interlachen Capital Group LP, its manager

By: 
Name: Lance M. Breiland
Title: Authorized Signatory

RONALD R. PETERSON, in his capacity as
Chapter 7 Trustee for the Lancelot Estates

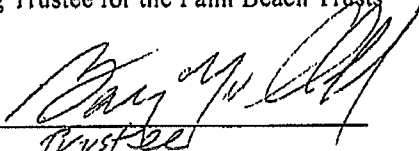
By: Ronald Peterson
Name: RONALD PETERSON
Title: TRUSTEE

BARRY E. MUKAMAL, in his capacity as
Liquidating Trustee for the Palm Beach Trusts

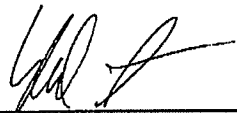
By:

Name:

Title:


Trustee

GREENPOND SOUTH, LLC

By: 
Name: _____
Title: Michael Stern
Authorized Signatory

Mailing Information for Case 09-36379-PGH

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Label Matrix for local noticing
113C-9
Case 09-36379-PGH
Southern District of Florida
West Palm Beach

NNR

Tue Jan 19 12:23:29 EST 2016 Verified 1-22-2016

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