

ORDERED.

Dated: March 13, 2018



Paul M. Glenn
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

In re:

RMS TITANIC, INC., *et al.*,¹

Case No. 3:16-bk-02230-PMG
Chapter 11 (Jointly Administered)

Debtors.

**ORDER GRANTING MOTION OF THE DEBTORS FOR
APPROVAL OF SETTLEMENT AGREEMENT WITH 417 FIFTH
AVE REAL ESTATE LLC PURSUANT TO RULE 9019 OF
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

THIS PROCEEDING came before the Court without a hearing on the *Motion of the Debtors for Approval of Settlement Agreement with 417 Fifth Ave Real Estate LLC Pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure* (the "Motion")² [D.E. 943] filed by RMS Titanic, Inc. and its affiliate debtors and debtors in possession in the above-captioned case (collectively, the "Debtors") under Rule 9019 of the

¹ The Debtors in the chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: RMS Titanic, Inc. (3162); Premier Exhibitions, Inc. (4922); Premier Exhibitions Management, LLC (3101); Arts and Exhibitions International, LLC (3101); Premier Exhibitions International, LLC (5075); Premier Exhibitions NYC, Inc. (9246); Premier Merchandising, LLC (3867); and Dinosaurs Unearthed Corp. (7309). The Debtors' service address is 3045 Kingston Court, Suite I, Peachtree Corners, Georgia 30071.

² Capitalized terms used herein and not otherwise defined shall have the meanings given to them in the Motion.

Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”); and due and proper notice of the Motion having been given; and no other further notice being required; and this Court having jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334; and this being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having considered the Motion and all responses to the Motion, if any; and after due deliberation thereon; and it appearing that the entry of this Order and granting the relief set forth herein are in the best interests of the Debtors and their bankruptcy estates; and good and sufficient cause appearing therefore; it is hereby ORDERED that:

1. The Motion is Granted as set forth herein.
2. The Debtors are authorized to enter into the Stipulation and otherwise effectuate the terms of the settlement described therein.
3. Claim No. 30-1, as amended by Claim No. 30-2, and Claim No. 32-1, as amended by Claim No. 32-2, filed against RMS Titanic, Inc. by 417 Fifth Ave Real Estate LLC are withdrawn with prejudice.
4. Claim No. 49-1 filed against Premier Exhibitions, Inc. by 417 Fifth Ave Real Estate LLC is withdrawn with prejudice.
5. Claim No. 48-1 filed against Premier Exhibitions, Inc. by 417 Fifth Ave Real Estate LLC is hereby amended and shall be an allowed unsecured claim against Premier Exhibitions, Inc. in the total amount of \$5,500,000.00.
6. 417 Fifth Ave Real Estate LLC shall have no further claims against the Debtors estates.

7. The Court shall retain jurisdiction to interpret, implement, and enforce the terms and provisions of this Order.

8. This Order shall be immediately effective and enforceable upon its entry.

###

Attorney Daniel F. Blanks is directed to serve a copy of this Order on all non-CM/ECF interested parties and file a proof of service within 3 days of entry of the Order.

~#4828-3399-0751~