

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

In re:)
) Chapter 11
)
TERRESTAR CORPORATION,)
) Case No. 11-10612 (SHL)
)
Debtor,)
)
)

In re:)
) Chapter 11
)
TERRESTAR HOLDINGS INC.,)
) Case No. 11-10613 (SHL)
)
Debtor,)
)
)

In re:)
) Chapter 11
)
TERRESTAR NEW YORK INC.,)
) Case No. 10-15445 (SHL)
)
Debtor,)
)
)

In re:)
) Chapter 11
)
MOTIENT COMMUNICATIONS INC.,)
) Case No. 10-15452 (SHL)
)
Debtor,)
)
)

In re:)
) Chapter 11
)
MOTIENT HOLDINGS INC.,)
) Case No. 10-15453 (SHL)
)
Debtor,)
)
)

In re:)
) Chapter 11
)
MOTIENT LICENSE INC.,)
) Case No. 10-15454 (SHL)
)
Debtor,)
)
)

In re:)	Chapter 11
)	
MOTIENT SERVICES INC.,)	Case No. 10-15455 (SHL)
)	
Debtor,)	
)	
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In re:)	Chapter 11
)	
MOTIENT VENTURES HOLDING INC.,)	Case No. 10-15458 (SHL)
)	
Debtor,)	
)	
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In re:)	Chapter 11
)	
MVH HOLDINGS INC.,)	Case No. 10-15462 (SHL)
)	
Debtor.)	
)	
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ORDER DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES

Upon the motion (the “*Motion*”)¹ of the above-captioned debtors and debtors in possession (collectively, the “*TSC Debtors*”) for entry of an order directing joint administration of the TSC Debtors’ related chapter 11 cases; and it appearing that the relief requested is in the best interests of the TSC Debtors’ estates, their creditors and other parties in interest; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue appearing proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion appearing to be adequate and appropriate under the circumstances; and any objections to the requested relief

¹ Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED** that:

1. The Motion is granted as set forth herein.

2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 11-10612 (SHL).

3. The caption of the jointly administered cases shall read as follows:

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

_____)	
In re:)	Chapter 11
)	
TERRESTAR CORPORATION, <i>et al.</i> , ¹)	Case No. 11-10612 (SHL)
)	
Debtors.)	Jointly Administered
_____)	

4. A docket entry shall be made on the dockets for TerreStar Holdings Inc. (Case No. 11-10613 (SHL)); TerreStar New York Inc. (Case No. 10-15445 (SHL)); Motient Communications Inc. (Case No. 10-15452 (SHL)); Motient Holdings, Inc. (Case No. 10-15453 (SHL)); Motient License Inc. (Case No. 10-15454 (SHL)); Motient Services Inc. (Case No. 10-15455 (SHL)); Motient Ventures Holding Inc. (Case No. 10-15458 (SHL)); and MVH Holdings Inc. (Case No. 10-15462 (SHL)) substantially as follows:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the procedural consolidation and joint administration of the chapter 11 cases of TerreStar Corporation; TerreStar Holdings Inc.; TerreStar New York Inc.; Motient Communications Inc.; Motient Holdings Inc.;

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal taxpayer-identification number, are: (a) TerreStar Corporation [6127] and TerreStar Holdings Inc. [0778] (collectively, the "**February Debtors**"); and (b) TerreStar New York Inc. [6394]; Motient Communications Inc. [3833]; Motient Holdings Inc. [6634]; Motient License Inc. [2431]; Motient Services Inc. [5106]; Motient Ventures Holding Inc. [6191]; and MVH Holdings Inc. [9756] (collectively, the "**Other TSC Debtors**" and, collectively with the February Debtors, the "**TSC Debtors**").

Motient License Inc.; Motient Services Inc.; Motient Ventures Holding Inc.; and MVH Holdings Inc. All further pleadings and other papers to be filed in this case shall be filed in, and all further docket entries shall be made in, **Case No. 11-10612 (SHL)**.

5. The chapter 11 cases of TerreStar New York Inc., Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc. and MVH Holdings Inc., will now be jointly administered under the case of *TerreStar Corporation, et al.*, **Case No. 11-10612 (SHL)** and will no longer be jointly administered under the case of *TerreStar Networks Inc., et al.*, Case No. 10-15446 (SHL).

6. One consolidated docket, one file, and one consolidated service list shall be maintained by the TSC Debtors and/or GCG, updated and filed with the court, and kept by the Clerk of the United States Bankruptcy Court for the Southern District of New York.

7. The TSC Debtors shall file a consolidated monthly operating report, but shall track and break out disbursements on a debtor-by-debtor basis and, accordingly, shall pay any fees due to the U.S. Trustee on a debtor-by-debtor basis.

8. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the TSC Debtors' chapter 11 cases.

9. The TSC Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

10. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

New York, New York
Date: **February 23, 2011**

/s/ Sean H. Lane
United States Bankruptcy Judge