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

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

**AGENDA FOR HEARING ON CONFIRMATION OF TSC DEBTORS' CHAPTER 11  
PLAN ON OCTOBER 10, 2012 AT 11:00 A.M. (PREVAILING EASTERN TIME)**

**Location of Hearing:** Honorable Judge Sean H. Lane  
Courtroom No. 701  
United States Bankruptcy Court  
for the Southern District of New York  
Alexander Hamilton Custom House  
One Bowling Green  
New York, New York 10004-1408

<sup>1</sup> 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***").

**Copies of Motions:** A copy of each pleading can be viewed on the Court's website at [www.ecf.nysb.uscourts.gov](http://www.ecf.nysb.uscourts.gov) and at the website of the TSC Debtors' notice and claims agent, The Garden City Group ("**GCG**"), at [www.TerreStarCorpRestructuring.com](http://www.TerreStarCorpRestructuring.com). Further information may be obtained by calling GCG at 888-872-9182.

**I. TSC DEBTORS' JOINT CHAPTER 11 PLAN**

Status: The hearing on this contested matter is going forward.

**A. Plan.** Third Amended Joint Chapter 11 Plan of Terrestar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., Terrestar Holdings Inc. and Terrestar New York Inc. [Docket No. 513]

**B. Confirmation Brief and Supporting Documents:**

1. TSC Debtors' Memorandum of Law in Support of Confirmation of Third Amended Joint Chapter 11 Plan of Terrestar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., Terrestar Holdings Inc. and Terrestar New York Inc. [Docket No. 650]
2. Declaration of Jeffrey S. Stein of the Garden City Group, Inc. Certifying the Methodology for the Tabulation of Votes on and Results of Voting with Respect to the Third Amended Joint Chapter 11 Plan of TerreStar Corporation, *et al.* [Docket No. 645]

**C. Plan Supplement Documents:**

1. Plan Supplement Document (Exhibit L) [Docket No. 641]
2. Marked Version of the Amended Plan Supplement [Docket No. 612]
3. Amended Plan Supplement [Docket No. 611]
4. Plan Supplement Document (Exhibit H) [Docket No. 582]
5. Initial Plan Supplement Documents [Docket No. 364]

**D. Disclosure Statement Documents:**

1. Order (A) Approving the First Supplement to the Second Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of the TSC Debtors; (B) Approving Related Notice and Objection Procedures; (C) Approving Amended Forms of Ballots for the Solicitation of Votes to Accept or Reject the Third Amended Plan; and (D) Scheduling Confirmation Hearing [Docket No. 591]

2. Amended Exhibits to the Second Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of Terrestar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., Terrestar Holdings Inc. and Terrestar New York Inc. [Docket No. 569]
3. Order (A) Approving the Disclosure Statement for the Joint Chapter 11 Plan of the TSC Debtors and (B) Establishing Solicitation and Voting Procedures with Respect to the Joint Chapter 11 Plan of the TSC Debtors [Docket No. 343]

**E. Other Plan-Related Documents:**

1. Solicitation Version of Joint Chapter 11 Plan of the TSC Debtors [Docket No. 614]
2. Marked Version of the Third Amended Joint Chapter 11 Plan of the TSC Debtors [Docket No. 517]
3. RKF Report (Confidential Version)
4. RKF Report (Published Version - Redacted)

**II. RESPONSES TO THE TSC DEBTORS' JOINT CHAPTER 11 PLAN<sup>2</sup>**

Response Deadline: September 28, 2012 at 5:00 p.m.

**Swarts**

1. Objection of Jeffrey M. Swarts in Response to the TSC Debtors' 3rd Amended Plan of Reorganization [Docket Nos. 553 & 554]
2. Supplementary Objection of Jeffrey Swarts in Response to the TSC Debtors' 3rd Amended Plan of Reorganization [Docket No. 579]
3. Discovery Requests of Jeffrey M. Swarts in Response to: the Confirmation Hearing of the TSC Debtors' 3rd Amended Plan of Reorganization [Docket No. 625]
4. Discovery Request Responses of the Debtors with Comments by Jeffrey M. Swarts in Response to: the Confirmation Hearing of the TSC Debtors' 3rd Amended Plan of Reorganization [Docket No. 640]

**Perez**

5. Letter of Aldo Ismael Perez [Docket No. 556]

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<sup>2</sup> Out of an abundance of caution, this agenda includes responses submitted in connection with previous versions of the TSC Debtors' Chapter 11 Plan.

6. Letter from Aldo Perez [Docket No. 607]
7. Letter from Aldo I. Perez Regarding, Among Other Things, the Plan [Docket No. 638]
8. Letter from Aldo I. Perez Supplementing Objection to the Debtor's Third Amended Joint Chapter 11 Plan [Docket No. 639]

**Binder**

9. Letter from Thomas W. Binder [Docket No. 563]

**Coburn**

10. Letter of Raymond J. Coburn re: We the concerned common share holder's of Terrestar Corporation [Docket No. 578]
11. Letter from Raymond J. Coburn Objecting to the Debtor's Plan of Reorganization and Request to Appoint an Independent Examiner filed by Raymond J. Coburn [Docket No. 613]
12. Letter from Raymond J. Coburn Objecting to the Plan and Asking that the Case Be Placed on Hold until an Independent Examiner Is Appointed [Docket No. 636]
13. Letter from Raymond J. Coburn Objecting to the Plan and Asking that the Confirmation Hearing Be Placed on Hold [Docket No. 637]
14. Letter from Ray Coburn in Response to Confirmation Hearing of the TSC Debtors' Third Amended Plan Of Reorganization [Docket No. 649]

**Henson**

15. Letter from Robert M. Henson, President, RMH Fabrications, Inc. [Docket No. 381]
16. Letter from Robert M. Henson Objecting to the Plan [Docket No. 608]

**Woodfin**

17. Letter from Kenneth Woodfin [Docket No. 415]
18. Letter from Kenneth Woodfin [Docket No. 416]

**Rosenhagen**

19. Letter from Kurt Rosenhagen [Docket No. 396]

**Willis**

20. Letter from Thomas L. Willis [Docket No. 154]

**III. ANCILLARY DOCUMENTS AND SERVICE AND NOTICE DOCUMENTS:**

1. Affidavit of Service of Eamon Mason re: Customized Notice to Contract and Lease Counterparties [Docket No. 642]
2. Notice of Publication of Report by RKF Engineering Solutions, LLC [Docket No. 630]
3. Affidavit of Service of Eamon Mason re: Notice of Filing of Solicitation Version of Joint Chapter 11 Plan of the TSC Debtors, Notice of Hearing on Fourth Applications for Interim Allowance of Compensation and Reimbursement of Expenses of Certain Professionals [Docket No. 622]
4. Affidavit of Service of Eamon Mason re: Notice of Filing Amended Plan Supplement, Notice of Filing Marked Version of the Amended Plan Supplement [Docket No. 621]
5. Verification of Publication (Confirmation Hearing Notice) [Docket No. 619]
6. Notice of Marketing Assets and Potential Sale Thereof [Docket No. 602]
7. Affidavit of Service of Solicitation Mailing [Docket No. 601]
8. Affidavit of Service of Ira Nikelsberg re Notice of Hearing and Motion for Order re Post Petition Financing; Third Amended Chapter 11 Plan; Notice of Hearing re TSC Debtors to Make Certain Payments; First Supplement of Second Amended Disclosure Statement; Notice of Hearing on Motion Approving First Supplement to Disclosure Statement; Notice of Filing Marked Version of Third Amended Chapter 11 Plan; and July 2, 2012 Hearing Agenda [Docket No. 528]
9. Affidavit of Service of Jeffrey S. Stein - Solicitation Mailing [Docket No. 361]

**IV. REPLY TO RESPONSE TO THE TSC DEBTORS' JOINT CHAPTER 11 PLAN**

1. Statement of Elektrobit Inc. in Response to Submission by Aldo I. Perez [Docket No. 629]

New York, New York  
Dated: October 5, 2012

/s/ Ira S. Dizengoff

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