

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:

CAESARS ENTERTAINMENT OPERATING
COMPANY, INC. *et al.*,¹

Debtors.

Chapter 11

Case No. 15-01145 (ABG)

(Jointly Administered)

CAESARS ENTERTAINMENT OPERATING
COMPANY, INC., *et al.*,

Plaintiff,

v.

BOKF, N.A., WILMINGTON SAVINGS FUND
SOCIETY, FSB, MEEHANCOMBS GLOBAL
CREDIT OPPORTUNITIES MASTER FUND, LP,
RELATIVE VALUE-LONG/SHORT DEBT
PORTFOLIO, A SERIES OF UNDERLYING
FUNDS TRUST, SB 4 CF LLC, CFIP ULTRA
MASTER FUND, LTD., TRILOGY PORTFOLIO
COMPANY, LLC, AND FREDERICK BARTON
DANNER,

Defendants.

Chapter 11

Adversary Case No. 15-00149

**MEEHANCOMBS DEFENDANTS'
JOINDER AND OBJECTION TO DEBTORS'
EMERGENCY MOTION FOR CERTIFICATION OF DIRECT APPEAL**

¹ A complete list of the Debtors and the last four digits of their federal tax identification numbers may be obtained at <https://cases.primeclerk.com/CEOC>.

The MeehanCombs Defendants², by their undersigned counsel, hereby join Defendants WSFS, BOKF, N.A., and Fredrick Barton Danner in their Objection (the “Joint Objection”) to Debtors’ Emergency Motion for Certification of Direct Appeal to the United States Court of Appeals for the Seventh Circuit Pursuant to 28 U.S.C. § 158(d) [Dkt. No. 164] (the “Motion”), file this separate objection to the Motion and respectfully state as follows:

1. The MeehanCombs Defendants join in the Joint Objection and hereby incorporate by reference the arguments made in the Joint Objection as if set forth fully herein.

2. Additionally, the MeehanCombs Defendants object to the Motion because in their haste to protect non-debtor CEC³, the Debtors skipped a crucial step when they failed to seek leave to appeal an interlocutory order. This failure is procedurally fatal to not only the request for certification, but also to the appeal itself.

3. Pursuant to Fed. R. Bankr. P. 8004, this Court can, and should, treat the notice of appeal as the Debtors’ request to appeal an interlocutory order. However, the Debtors have failed to provide any support for their request to appeal an interlocutory order, let alone address the elements set forth in Fed. R. Bankr. P. 8004. Thus, the request for interlocutory appeal should be denied.

4. As the Motion requests certification of a direct appeal of an interlocutory order and not a final order, the Debtors erred in seeking direct appeal under 28 U.S.C. § 158(d) and Fed. R. Bankr. P. 8006. Section 158(d)(2)(A) provides that a court of appeals only has

² The MeehanCombs Defendants are, collectively, MeehanCombs Global Credit Opportunities Master Fund, LP, Relative Value-Long/Short Debt Portfolio, a Series of Underlying Funds Trust, SB 4 CF LLC, CFIP Ultra Master Fund, Ltd. and Trilogy Portfolio Company, LLC. Two of the MeehanCombs Defendants, SB 4 CF LLC and CFIP Ultra Master Fund, Ltd., have sold their holdings of Caesars Entertainment Operating Company, Inc. 5.75% Senior Notes due 2017 and are no longer parties in interest.

³ Capitalized terms used but not defined herein shall have the meaning ascribed to them in the *Unsecured Notes Defendant’s Post-Trial Brief* [Dkt. No. 153].

jurisdiction over direct appeals that are either (i) appeals from final orders, judgments and decrees; (ii) interlocutory orders issued under 11 U.S.C. § 1121(d); or (iii) interlocutory orders and decrees that a court has granted leave to appeal from.

5. Because the order from which the Debtors seek a direct appeal does not fall into any of the three enumerated categories set forth in § 158(a), the Court of Appeals would not have jurisdiction over a direct appeal.

WHEREFORE, for the reasons set forth herein and in the Joint Objection, the MeehanCombs Defendants respectfully request that: (i) the Motion be denied; and (ii) the Court grant such other and further relief as appropriate.

Dated: July 28, 2015

Respectfully submitted,
MeehanCombs Global Credit Opportunities
Master Fund, LP, Relative Value-Long/Short
Debt Portfolio, a Series of Underlying Funds
Trust, SB 4 CF LLC, CFIP Ultra Master Fund,
Ltd. and Trilogy Portfolio Company, LLC

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