

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

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: **Chapter 11 Case No.**
: **11-15463 (SHL)**
: **(Jointly Administered)**
: **Debtors.**
: **AMR CORPORATION, et al.,**
: **In re**
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**ORDER DENYING JOINT MOTION OF MANUFACTURERS AND TRADERS TRUST
COMPANY, AS INDENTURE TRUSTEE, AND MARATHON ASSET MANAGEMENT,
LP, PURSUANT TO 11 U.S.C. § 105(a) AND RULES 3007, 7016, AND 9014 OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE, FOR ENTRY OF AN ORDER
ESTABLISHING PRELIMINARY ADJUDICATION PROCEDURES FOR SPECIAL
FACILITIES REVENUE BOND GUARANTY CLAIMS**

Upon the Motion, dated August 31, 2012 (the “**Motion**”) (ECF No. 4275) filed by Manufacturers and Traders Trust Company and Marathon Asset Management, LP seeking the establishment of adjudication procedures for certain special facilities revenue bond guaranty claims; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and the objection (the “**Objection**”) of AMR Corporation and its related debtors, as debtors and debtors in possession to the Motion having been filed on September 13, 2012 (ECF No. 4430); and the objection of the Official Committee of Unsecured Creditors to the Motion (the “**Committee Objection**”) having been filed on September 13, 2012 (ECF No. 4433); and a statement (the “**Statement**”) in support of the Motion having been filed by Bank of New Mellon Trust Company, N.A. on September 17, 2012 (ECF No. 4489); and a hearing having been held to consider the relief requested in the

Motion, the Statement, the Committee Objection, and the Objection (the “**Hearing**”); and upon the record of the Hearing and all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is hereby denied for the reasons stated at the Hearing; and it is further

ORDERED that to the extent the Statement is considered a motion for relief, such motion is hereby denied for the reasons stated at the Hearing; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
September 21, 2012

/s/ Sean H. Lane
United States Bankruptcy Judge