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UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

2005 FEB 28 AM 10:49

In re:

PS EXECUTIVE CENTERS, INC.,

Debtor.

)
)
)
) CASE NO. 04-10686
)
) CHAPTER 11
)
) JUDGE: Arthur I. Harris

NORTHERN DISTRICT OF OHIO
CLEVELAND
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ORDER GRANTING DEBTOR'S MOTION FOR ENTRY OF AN ORDER (I) AUTHORIZING COMPROMISE AND SETTLEMENT OF CONTROVERSY WITH DUKE REALTY LIMITED PARTNERSHIP, (II) APPROVING TERMS OF SETTLEMENT AGREEMENT AND (III) AUTHORIZING DEBTOR TO AMEND AND ASSUME UNEXPIRED LEASE OF NONRESIDENTIAL REAL PROPERTY PURSUANT TO SECTION 365 OF THE BANKRUPTCY CODE (INDIANAPOLIS, INDIANA)

Upon consideration of the motion (the "Motion") of PS Executive Centers, Inc. (the "Debtor"), debtor and debtor-in-possession in the above-captioned chapter 11 case, for entry of an order (i) authorizing the Debtor to compromise and settle a controversy with Duke Realty Limited Partnership ("Duke"), (ii) approving the terms of that certain Settlement Agreement and First Lease Amendment (the "Settlement Agreement") between the Debtor and Duke and (iii) authorizing the Debtor to amend and assume an unexpired lease (the "Lease") of nonresidential real property

MP _____ located at 8425 Woodfield Crossing Boulevard, Suite 11, Indianapolis, Indiana (the "Real
COM _____ Property"); the Court having reviewed the Motion; the Court finding that (i) the Court has
CTR _____ jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334 and 157; (ii) this is a core proceeding
ECR _____ pursuant to 28 U.S.C. § 157(b)(2); (iii) venue of this chapter 11 case and the Motion is proper
GCL _____ pursuant to 28 U.S.C. §§ 1408 and 1409 and Local Bankruptcy Rules; (iv) notice of the Motion was
OPC _____ proper and sufficient under the circumstances; (v) no objections have been filed or otherwise
MMS _____ interposed to the relief sought in the Motion and (vi) the legal and factual bases set forth in the
RCA _____ Motion establish just cause for the relief requested therein.
SCR _____
SEC 1
OTH Grant

DOCUMENT NUMBER-DATE

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FPSC-COMMISSION CLERK

IT IS HEREBY ORDERED THAT:

1. The Motion be, and is hereby, GRANTED.
2. Capitalized terms set forth herein shall have the meanings ascribed to them in the Motion.
3. The Debtor is authorized to compromise and settle its controversy with Duke pursuant to the terms of the Settlement Agreement.
4. The terms of the Settlement Agreement are hereby approved.
5. The Debtor is authorized to amend the Lease and assume the Amended Lease as provided in the Settlement Agreement.

Cleveland, Ohio

_____, 2005



ARTHUR I. HARRIS

UNITED STATES BANKRUPTCY JUDGE

Respectfully submitted,

/s/ Dov Y. Frankel

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CERTIFICATE OF SERVICE

Copies of the forgoing Order were served via U.S. mail, postage prepaid this ____ day of _____, 2005 upon the following:

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