

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MINNESOTA**

In re:

Polaroid Corporation

Case No: 08-46617

Debtor(s)

Chapter 11 Case

**APPELLANT’S DESIGNATION OF THE RECORD**

In accordance with Federal Rule of Bankruptcy Procedure 8006 and the United States Bankruptcy Court, District of Minnesota’s Local Rule 8006-1(b), Appellant Lithograph Legends, LLC, an affiliate of Patriarch Partners, LLP (“Patriarch”), designates the following documents of the official record on appeal to be included in the designated record:

FILING DATE	DOCKET NUMBER	DOCKET TITLE
01/28/2009	71	EDITED ENTRY: MOTION FOR ORDER PURSUANT TO 11 U.S.C. §§ 105(a), 363 AND 365 (1) APPROVING AUCTION AND BIDDING PROCEDURES; (2) APPROVING BREAK-UP FEE, EXPENSE REIMBURSEMENT AND OTHER BUYER PROTECTIONS; (3) APPROVING FORM AND MANNER OF NOTICE; (4) AUTHORIZING SALE OF ASSETS FREE AND CLEAR OF LIENS, CLAIMS AND ENCUMBRANCES, SUBJECT TO HIGHER OR BETTER OFFERS;(5) APPROVING ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES IN CONNECTION WITH THE SALE; AND (6) GRANTING RELATED RELIEF. Motion to sell property free and clear of liens filed by Polaroid Corporation. An affidavit or verification, Memorandum of law, Proof of service, Proposed order. Hearing scheduled 2/18/2009 at 02:00 PM at Courtroom 2A, 2nd floor, 316 North Robert Street, St. Paul - Judge Gregory F. Kishel. (Attachments: # 1 Proposed Orders# 2 Exhibit 1 Cover Page# 3 Exhibit(s) # 4 Exhibit(s) # 5 Exhibit(s) # 6 Exhibit(s) # 7 Exhibit(s) # 8

		Exhibit(s) # 9 Exhibit(s) # 10 Exhibit(s) # 11 Exhibit(s) # 12 Exhibit(s) # 13 Exhibit(s) # 14 Exhibit(s) # 15 Exhibit(s) # 16 Exhibit(s) # 17 Exhibit(s) # 18 Exhibit(s)) (Singer, George) Modified on 1/29/2009 (MaryB MNBM QC). (Entered: 01/28/2009)
02/18/2009	118	EDITED ENTRY: IMAGE REPLACED TO CORRECT NAME OF PHC ACQUISITIONS, LLC IN PARAGRAPH 4, PAGE 4 OF ORDER. ORDER (1) APPROVING AUCTION AND BIDDING PROCEDURES; (2) APPROVING BREAK-UP FEE, EXPENSE REIMBURSEMENT AND OTHER BUYER PROTECTIONS; (3) APPROVING NOTICE; AND (4) GRANTING RELATED RELIEF (Related Doc # 71 ) (Judy MNBS) Additional attachment(s) added on 2/19/2009 (Sam MNBS QC). Modified on 2/19/2009 (Sam MNBS QC). (Entered: 02/18/2009)
02/19/2009	119	Corrected entry NAME OF PCH ACQUISITIONS, LLC CORRECTED TO PHC ACQUISITIONS, LLC IN PARAGRAPH 4, PAGE 4 OF ORDER ENTERED FEBRUARY 18, 2009 AS DKT. NO 118 . (Judy MNBS) (Entered: 02/19/2009)
03/03/2009	144	Transcript of hearing re: 118 Order on motion to sell property free and clear of liens held on February 18, 2009. Document restricted for 90 days, call Transcriber for copy. Transcriber: Leslie R. Pingley 651 681-8550 Notice of Intent to Request Redaction Deadline Due By 3/10/2009. Redaction Request Due By 03/24/2009. Redacted Transcript Submission Due By 04/3/2009. Transcript access will be restricted through 06/1/2009. (Johnson, Neil) (Entered: 03/03/2009)
04/03/2009	246	Objection by Creditor Committee Official Committee of Unsecured Creditors of Polaroid Corporation, et al. to 71 Motion to sell property free and clear of liens. (Attachments: # 1 Exhibit (s) Exhibit A# 2 Exhibit(s) Exhibit B# 3 Exhibit(s) Exhibit C) (Dykoschak, Theresa) (Entered: 04/03/2009)
04/03/2009	253	AMENDED SUMMARY OF SALE PROPOSAL by Debtor Polaroid Corporation re: 71 Motion to sell property free and clear of liens. Certificate of service(Heidi MNBM) (Entered: 04/03/2009)
04/06/2009	259	SUPPLEMENTAL Exhibits (re: 246 Objection) filed by Official Committee of Unsecured Creditors of Polaroid Corporation, et al. . (Heidi MNBM) (Entered: 04/06/2009)
04/06/2009	260	SUPPLEMENTAL Exhibit H (re: 246 Objection) filed by Official Committee of Unsecured Creditors of Polaroid Corporation, et al. . (Heidi MNBM) (Entered: 04/06/2009)

04/06/2009	261	SUPPLEMENT TO EXHIBIT B (re: 246 Objection) filed by Official Committee of Unsecured Creditors of Polaroid Corporation, et al. . (Heidi MNBM) (Entered: 04/06/2009)
04/06/2009	262	SUPPLEMENTAL TO Exhibit B(re: 246 Objection) filed by Official Committee of Unsecured Creditors of Polaroid Corporation, et al. . (Heidi MNBM) (Entered: 04/06/2009)
04/07/2009	266	ORDER CONTINUING HEARING TO AUTHORIZE (I) THE SALE OF CERTAIN OF THE DEBTORS' ASSETS, FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES AND INTERESTS; AND (II) THE GRANTING OF RELATED RELIEF (re: 71 Motion to sell property free and clear of liens). Hearing Continued to Thursday, April 9, 2009 at 10:30 AM CDT at Courtroom 2A, 2nd floor, 316 North Robert Street, St. Paul - Judge Gregory F. Kishel. (Judy MNBS) (Entered: 04/07/2009)
04/08/2009	271	EDITED ENTRY: NOTICE OF FILING OF PREVAILING BIDDER, NOT STIPULATION AS ENTERED. Stipulation filed by Polaroid Corporation and. Proposed order. Nature of stipulation: Notice of Prevailing Bidder (Singer, George) Modified on 4/9/2009 (MaryB MNBM QC). (Entered: 04/08/2009)
04/08/2009	272	Exhibits <i>LLC Agreement</i> (re: 271 Stipulation) filed by Polaroid Corporation. (Attachments: # 1 Exhibit(s) Part 2 of LLC agreement) (Singer, George) (Entered: 04/08/2009)
04/08/2009	273	Exhibits <i>Asset Purchase Agreement</i> (re: 271 Stipulation) filed by Polaroid Corporation. (Singer, George) (Entered: 04/08/2009)
04/08/2009	274	Exhibits <i>Schedules to Asset Purchase Agreement</i> (re: 271 Stipulation, 273 Exhibits) filed by Polaroid Corporation. (Attachments: # 1 Exhibit(s) schedules part 2# 2 Exhibit(s) schedules part 3# 3 Exhibit(s) schedules part 4# 4 Exhibit(s) schedules part 5# 5 Exhibit(s) schedules part 6# 6 Exhibit(s) schedules part 7# 7 Exhibit(s) schedules part 8# 8 Exhibit(s) schedules part 9# 9 Exhibit(s) schedules part 10# 10 Exhibit(s) schedules part 11# 11 Exhibit(s) schedules part 12# 12 Exhibit(s) schedules part 13) (Singer, George) (Entered: 04/08/2009)
04/09/2009	278	Objection by Interested Party Lithographic Legends to 71 Motion to sell property free and clear of liens. Memorandum of law, Proof of service. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	279	Exhibits A: <i>e-mails</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)

04/09/2009	280	Exhibits <i>B-1 - Transmittal letter</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	281	Exhibits <i>B-3: Notice letter</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	282	Exhibits <i>B-4: APA (marked)</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	283	Exhibits <i>B-5(a): Schedules to Asset Purchase Agreement</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	284	Exhibits <i>B-5(b): Schedules to Asset Purchase Agreement</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	285	Exhibits <i>B-5(c) - Schedules to Asset Purchase Agreement</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	286	Exhibits <i>B-5(d) - Schedules to Asset Purchase Agreement</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	287	Exhibits <i>B-5(e): Schedules to Asset Purchase Agreement</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	288	Exhibits <i>B-5(f): Schedules to Asset Purchase Agreement</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	289	Exhibits <i>B-6: Attachment to Schedule 1-1</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	290	Exhibits <i>B-7(a): Schedules - marked</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	291	Exhibits <i>B-7(b): Schedules - marked</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	292	Exhibits <i>B-7(c): Schedules - marked</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	293	Exhibits <i>B-7(d): Schedules - marked</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	294	Exhibits <i>B-7(e) - Schedules - marked</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)

04/09/2009	295	Exhibits <i>B-7(f): Schedules - marked</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	296	Exhibits <i>B-2: Asset Purchase Agreement (without signature)</i> (re: 278 Objection) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	297	Exhibits <i>A-B to Asset Purchase Agreement</i> (re: 296 Exhibits) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	298	Exhibits <i>C-F to Asset Purchase Agreement</i> (re: 296 Exhibits) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	299	Exhibits <i>G, Part I to Asset Purchase Agreement</i> (re: 296 Exhibits) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	300	Exhibits <i>G, Part 2 to Asset Purchase Agreement</i> (re: 296 Exhibits) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	301	Exhibits <i>H-I to Asset Purchase Agreement</i> (re: 296 Exhibits) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/09/2009)
04/09/2009	302	ORDER RE: DEBTORS' MOTION FOR AUTHORITY TO SELL CERTAIN OF DEBTORS' ASSETS FREE AND CLEAR OF LIENS, ETC. (re: 71 Motion to sell property free and clear of liens). RECONVENED AUCTION TO CONVENE AT 9:30 A.M. CDT ON THURSDAY, APRIL 16, 2009, WITH DEBTORS' MOTION FOR AUTHORITY TO SELL CERTAIN ASSETS FREE AND CLEAR OF LIENS TO CONVENE AFTER 9:30 A.M. CDT ON THURSDAY, APRIL 16, 2009, at Courtroom 2A, 2nd floor, 316 North Robert Street, St. Paul. A STATUS CONFERENCE WILL CONVENE ON TUESDAY, APRIL 14, 2009 at 10:00 AM at Courtroom 2A, 2nd floor, 316 North Robert Street, St. Paul - Judge Gregory F. Kishel. (Judy MNBS) (Entered: 04/09/2009)
04/14/2009	312	Exhibits <i>B-5(g) - Schedules to Asset Purchase Agreement</i> (re: 286 Exhibits) filed by Lithographic Legends. (Maier, Adam) (Entered: 04/14/2009)
04/17/2009	332	ORDER AUTHORIZING: (I) SALE OF CERTAIN OF THE DEBTORS' ASSETS, FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES, AND INTERESTS; AND (II) THE GRANTING OF RELATED RELIEF (Related Doc # 71 ) (Judy MNBS) (Entered: 04/17/2009)

04/17/2009	333	REVISED NOTICE OF PREVAILING BIDDER filed by Debtor Polaroid Corporation. (LindaE MNBS) Additional attachment(s) added on 4/17/2009 (LindaE MNBS). (Entered: 04/17/2009)
04/20/2009	339	Notice of appeal filed by Interested Party Lithographic Legends re: 332 Order on motion to sell property free and clear of liens. Proof of service. Fee Amount \$255.(Maier, Adam) (Entered: 04/20/2009)
04/20/2009	342	EDITED ENTRY: VOLUME 1-Transcript of hearing re: 302 Order setting hearing, 311 Motion, 319 Motion to seal held on 4-16-09. Document restricted for 90 days, call Transcriber for copy. Transcriber: Lisa Thorsgaard 651-681-8550 Notice of Intent to Request Redaction Deadline Due By 4/27/2009. Redaction Request Due By 05/11/2009. Redacted Transcript Submission Due By 05/21/2009. Transcript access will be restricted through 07/20/2009. (Johnson, Neil) Modified on 4/20/2009 (Sam MNBS QC). (Entered: 04/20/2009)
04/20/2009	343	EDITED ENTRY: VOLUME 3 - Transcript of hearing re: 302 Order setting hearing held on 4-16-09. Document restricted for 90 days, call Transcriber for copy. Transcriber: Lisa Thorsgaard 651- 681-8550 Notice of Intent to Request Redaction Deadline Due By 4/27/2009. Redaction Request Due By 05/11/2009. Redacted Transcript Submission Due By 05/21/2009. Transcript access will be restricted through 07/20/2009. (Johnson, Neil) Modified on 4/20/2009 (Sam MNBS QC). (Entered: 04/20/2009)
04/20/2009	344	EDITED ENTRY: VOLUME 2 - Transcript of hearing re: 302 Order setting hearing held on April 16, 2009. Document restricted for 90 days, call Transcriber for copy. Transcriber: Leslie R. Pingley 651 681-8509 Notice of Intent to Request Redaction Deadline Due By 4/27/2009. Redaction Request Due By 05/11/2009. Redacted Transcript Submission Due By 05/21/2009. Transcript access will be restricted through 07/20/2009. (Johnson, Neil) Modified on 4/20/2009 (Sam MNBS QC). (Entered: 04/20/2009)

04/20/2009	348	EDITED ENTRY: HEARING IS TELEPHONIC, AND WILL NOT BE HELD IN THE COURTROOM. NOTICE OF HEARING AND EMERGENCY MOTION FOR A STAY PENDING APPEAL filed by Lithographic Legends . An affidavit or verification, Memorandum of law, Proof of service, Proposed order. Hearing scheduled 4/22/2009 at 01:30 PM at Courtroom 2A, 2nd floor, 316 North Robert Street, St. Paul - Judge Gregory F. Kishel. (Attachments: # 1 Exhibit(s) 1-4) (Heidi MNBM) Modified on 4/20/2009 (MaryB MNBM QC). (Entered: 04/20/2009)
04/20/2009	350	Election by Interested Party Lithographic Legends to have appeal heard by U. S. District Court re: 339 Notice of appeal.(Maier, Adam) (Entered: 04/20/2009)
04/21/2009	353	Clerk's notice on appeal to District Court re: 339 Notice of appeal. (Aaron MNBS) (Entered: 04/21/2009)
04/22/2009	359	Transcript of hearing re: 266 Order setting hearing held on April 9, 2009. Document restricted for 90 days, call Transcriber for copy. Transcriber: Leslie R. Pingley 651 681-8509 Notice of Intent to Request Redaction Deadline Due By 4/29/2009. Redaction Request Due By 05/13/2009. Redacted Transcript Submission Due By 05/26/2009. Transcript access will be restricted through 07/21/2009. (Johnson, Neil) (Entered: 04/22/2009)
04/22/2009	360	Transcript of hearing re: 302 Order setting hearing held on April 14, 2009. Document restricted for 90 days, call Transcriber for copy. Transcriber: Leslie R. Pingley 651 681-8509 Notice of Intent to Request Redaction Deadline Due By 4/29/2009. Redaction Request Due By 05/13/2009. Redacted Transcript Submission Due By 05/26/2009. Transcript access will be restricted through 07/21/2009. (Johnson, Neil) (Entered: 04/22/2009)
04/22/2009	364	Transcript of hearing re: 217 Order setting hearing held on 4-6-09. Document restricted for 90 days, call Transcriber for copy. Transcriber: Lisa Thorsgaard 651-681-8550 Notice of Intent to Request Redaction Deadline Due By 4/29/2009. Redaction Request Due By 05/13/2009. Redacted Transcript Submission Due By 05/26/2009. Transcript access will be restricted through 07/21/2009. (Johnson, Neil) (Entered: 04/22/2009)
04/23/2009	372	ORDER DENYING MOTIONS BY LITHOGRAPH LEGENDS, LLC AND ACORN CAPITAL GROUP, LLC FOR A STAY PENDING APPEAL (Related Doc # 348 , Doc # 355 ) (JudyMNBS) (Entered: 04/23/2009)

04/23/2009	373	Transcript of hearing re: 365 Document held on 4-22-09. Document restricted for 90 days, call Transcriber for copy. Transcriber: Lisa Thorsgaard 651-681-8550 Notice of Intent to Request Redaction Deadline Due By 4/30/2009. Redaction Request Due By 05/14/2009. Redacted Transcript Submission Due By 05/26/2009. Transcript access will be restricted through 07/22/2009. (Johnson, Neil) (Entered: 04/23/2009)
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Dated: April 28, 2009.

*/e/ Robert T. Kugler*

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