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At IAS Part ~~■~~, of the Supreme Court  
of the State of New York, County of New  
York, at 60 Centre Street, New York,  
New York, on the 11<sup>th</sup> day of March  
2007.

PRESENT:

HON. LELAND DEGRASSE  
Justice.

KENNETH B. NEWMAN, et al.,

Index No. 16949/83

Plaintiffs,

ORDER

-against-

WILLIAM MESSING, et al.,

Defendants.

**WHEREAS**, plaintiff Kenneth B. Newman ("Newman"), as liquidating partner for Bleecker Charles Company (the "Partnership"), and defendant Kenneth Steinhouse, M.D. ("Steinhouse") have moved this Court by Order to Show Cause dated January 4, 2007 for Orders:

- A. Restoring this action to the Court's active calendar,
- B. Substituting and appointing Steinhouse as successor liquidating partner of the Partnership for Newman, on the ground that Newman is no longer is capable of continuing his duties as liquidating partner for the Bleecker Charles Company (the "Partnership");
- C. Discharging Newman as liquidating partner for the Partnership and discharging the undertaking he previously provided in this regard;
- D. Authorizing the payment of fees and commissions due to Newman for the period ended December 31, 2005 in the sum of \$13,472.98, and payment of fees and commissions for the period ended September 20, 2006 in the sum of \$11,165.70, for total payment in

the sum of \$24,638.68, without prejudice to Newman seeking additional fees and commissions, if any are due to Newman,

- E. Scheduling a date for a hearing as to the reasonable amount of fees and compensation due to Henry Williams as acting managing agent for Kenneth B. Newman Realty Corp., and directing that Steinhouse as liquidating partner retain a minimum of \$65,000.00 in the Partnership's operating account to be exclusively available to satisfy the compensation, if any, due to Henry Williams,
- F. Authorizing and empowering Steinhouse to execute all documents on behalf of the Partnership necessary to close on the sale of apartment 6-U, located at 350 Bleecker Street, New York, New York, to Jean Lignei for the sum of \$630,000.00,
- G. Deeming the annual financial statements of the Partnership sent to the limited partners for the period from January 1, 1994 through December 31, 2005 to be the interim accounting by Newman and Kenneth B. Newman Realty Corp., and approving the financial statements,
- H. Appointing Time Equities, Inc., as successor managing agent for the Partnership, and ratifying Steinhouse's prior retention of Time Equities, Inc., as managing agent, and
- I. Granting such other and further relief as this Court deems both just and proper, and

**UPON** reading and filing the annexed affirmation of Lewis A. Lindenberg dated December 19, 2006, the affidavit of Dr. Kenneth M. Steinhouse sworn to on December 22, 2006, with the exhibit annexed thereto and with proof of service thereon as provided for in the Order to Show Cause; the prior Order of this Court dated April 6, 1984 (the "Order") that appointed Newman to act as liquidating partner for the Partnership, pursuant to Section 75 of the Partnership Law of the State of New York, and

**WHEREAS**, the Order to Show Cause having come before this Court on February 5, 2007, and upon the evidence and testimony adduced at that hearing, and it appearing to the satisfaction of the Court that:

- A. Newman is no longer able to act as liquidating partner for the Partnership;  
and
- B. It is in the best interests of all of the limited partners of The Partnership  
that Steinhouse be substituted as liquidating partner for Newman;

UPON all of the papers and proceedings heretofore had herein, and upon the  
written Decision of this Court dated February 15, 2007

NOW, upon joint motion of Newman and Steinhouse, it is hereby  
~~ORDERED that this action is restored to active status~~

VS ~~\_\_\_\_\_~~ and it is further

ORDERED, that Steinhouse is hereby appointed as successor liquidating partner  
of the Partnership in Newman's place, effective as of the date of this Order, and it is  
further

ORDERED, that Time Equities, Inc. is hereby appointed as successor managing  
agent for the Partnership, and Steinhouse's prior retention of Time Equities, Inc. is  
ratified, and it is further

ORDERED, that Steinhouse is authorized and empowered to execute all  
documents on behalf of the Partnership necessary to close on the sale of apartment 6-  
U, located at 350 Bleecker Street, New York, New York, to Jean Lignel, and it is further

ORDERED, that Steinhouse is authorized to pay Newman his fees and  
commission for the period ended September 20, 2006 in the sum of \$24,638.68, without  
prejudice to Newman seeking additional fees and commissions, if any are due to  
Newman, and it is further

**ORDERED**, that the portion of the plaintiff's action based on the recovery of Henry William's fees is hereby severed and an assessment thereof is directed, and it is further

**ORDERED**, that a copy of this Order with Notice of Entry be served upon the Trial Support Clerk who is hereby directed upon filing of a Note of Issue and a Statement of Readiness and the payment of proper fees to place this action on the Calendar of IAS for the assessment hereinabove directed, and it is further

**ORDERED**, that Steinhouse is directed to retain the sum of Sixty Five Thousand (\$65,000.00) Dollars in the Partnership's operating account for fees to be paid to Henry Williams, if any, and not to be released until final determination by this Court of the amount of fees due to Henry Williams, if any, and it is further

**ORDERED**, that Newman is hereby discharged as liquidating partner for the Partnership, and his undertaking in the sum of \$10,000.00, as was provided for in the Order is canceled, and it is further

**ORDERED**, that the annual financial statements of the Partnership previously sent to the limited partners for the period from January 1, 1994 through December 31, 2005 are hereby deemed to the interim accounting by Newman and Kenneth B. Newman Realty Corp. for that period, and said accounting is hereby approved, ratified and confirmed, and it is further

**ORDERED**, that the annual financial statement of the Partnership to be sent to the limited partners for the period ending December 31, 2006, shall be deemed the interim accounting by Newman and Kenneth B. Newman Realty Corp. for that period, and it is further

**ORDERED**, that Newman, or anyone who is authorized to act on his behalf is hereby authorized and directed to immediately turnover his books and records of the Partnership to Steinhouse, and it is further

**ORDERED**, that except as provided in this Order, all of the decretal paragraphs and provisions set forth in the Order remain in full force and effect, and it is further

ORDERED, that a copy of this Order with notice of entry shall be served on all of the limited partners of Partnership.

ENTER:

A handwritten signature in black ink, appearing to be 'J.S.C.', written over a horizontal line.

J.S.C.