

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

<p><i>In re:</i></p> <p>ARCHITEL SYSTEMS CORPORATION,</p> <p style="padding-left: 40px;">Foreign Applicant in a Foreign Proceeding.</p>	<p>Chapter 15</p> <p>Case No. 16-____ (___)</p> <p>(Joint Administration Requested)</p>
<p><i>In re:</i></p> <p>NORTEL COMMUNICATIONS INC.,</p> <p style="padding-left: 40px;">Foreign Applicant in a Foreign Proceeding.</p>	<p>Chapter 15</p> <p>Case No. 16-____ (___)</p> <p>(Joint Administration Requested)</p>
<p><i>In re:</i></p> <p>NORTHERN TELECOM CANADA LIMITED,</p> <p style="padding-left: 40px;">Foreign Applicant in a Foreign Proceeding.</p>	<p>Chapter 15</p> <p>Case No. 16-____ (___)</p> <p>(Joint Administration Requested)</p>

**MOTION FOR ORDER DIRECTING JOINT ADMINISTRATION  
OF CASES UNDER CHAPTER 15 OF BANKRUPTCY CODE**

Ernst & Young Inc. is the court-appointed monitor (the “**Monitor**”) and authorized foreign representative of Architel Systems Corporation, Nortel Communications Inc., and Northern Telecom Canada Limited (collectively, the “**New Canadian Debtors**”) in proceedings (the “**Canadian Proceedings**”) under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, pending before the Ontario Superior Court of Justice, Commercial List and has commenced these chapter 15 cases ancillary to the Canadian Proceedings by filing *Verified Petitions for Recognition of Foreign Proceeding and Related Relief* (the “**Chapter 15 Petitions**”) pursuant to sections 1504 and 1515 of title 11 of the United States Code (as amended, the “**Bankruptcy Code**”).

The Monitor makes this Motion pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) for an order in the form annexed hereto as Exhibit A (the “**Proposed Order**”) directing the joint administration, for procedural purposes only, of these chapter 15 cases with all other cases administered under Case No. 09-10164 (KG) (the “**Existing Cases**”).

In support thereof, the Monitor respectfully represents as follows:

### **JURISDICTION AND VENUE**

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and section 1501 of the Bankruptcy Code. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P). Venue is proper in this District pursuant to 28 U.S.C. §§ 1410(1) and (3). The statutory predicate for the relief requested herein is Bankruptcy Rule 1015(b).

### **BACKGROUND**

2. The Court is respectfully referred to the Chapter 15 Petitions for a description of the Canadian Proceedings, of the New Canadian Debtors’ activities, business, corporate organization, and capital structure, and of the circumstances leading to the New Canadian Debtors’ becoming applicants in the Canadian Proceedings.

### **RELIEF REQUESTED**

3. By this Motion, the Monitor seeks the entry of an order directing the joint administration, for procedural purposes only, of these chapter 15 cases with the Existing Cases.

4. Bankruptcy Rule 1015(b) provides that if two (2) or more petitions for relief are pending in the same court by or against a debtor and its affiliate, the court may order joint administration of the cases. The New Canadian Debtors are “affiliates,” as that term is defined under section 101(2) of the Bankruptcy Code, of the debtors in the Existing Cases (the

“Existing Canadian Debtors,” and together with the New Canadian Debtors, the “Canadian Debtors”).

5. The Chapter 15 Petitions establish that joint administration of the cases is warranted because (i) the Canadian Debtors’ financial affairs and business operations are closely related; (ii) the Canadian Debtors are party to procedurally consolidated proceedings—*i.e.*, the Canadian Proceedings—in Canada; and (iii) joint administration will ease the administrative burden of the cases on the Court and various interested parties. Entry of an order directing joint administration of the cases will avoid duplicative notices, applications, and orders, thereby saving the Canadian Debtors considerable time and expense. The rights of creditors will not be adversely affected because this Motion only requests joint administration of the cases. The Court will also be relieved of the burden of entering duplicative orders and maintaining duplicative files.

6. Accordingly, the Monitor respectfully requests that the caption of each of the cases be modified to reflect the joint administration of these cases, as follows:

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

<i>In re:</i>	Chapter 15
Nortel Networks Corporation, <i>et al.</i> ,	Case No. 09-10164 (KG)
Foreign Applicants in Foreign Proceedings.	Jointly Administered

7. The Monitor also seeks the Court's direction that the following notation be entered on the docket in each of these cases to reflect the joint administration of these cases with the Existing Cases:

An Order has been entered in this case directing the joint administration of the chapter 15 cases of Architel Systems Corporation, Nortel Communications Inc., and Northern Telecom Canada Limited with all other cases jointly administered under Case No. 09-10164 (KG). The docket in Case No. 09-10164 (KG) should be consulted for all matters affecting this case.

8. The Monitor requests that the Court grant this Motion without notice to creditors. The Monitor will serve notice of the signed order in accordance with the procedures set forth in the *Motion for Order Specifying Form and Manner of Service of Notice* filed contemporaneously herewith. In light of the nature of the relief requested, the Monitor submits and requests that this Court hold that no further notice is required.

9. No previous Motion for the relief sought herein has been made by the Monitor to this or any other court.

WHEREFORE, the Monitor respectfully requests entry of an order in the form of the Proposed Order directing the joint administration of the cases with the Existing Cases, and granting such other and further relief as is appropriate under the circumstances.

*[Intentionally left blank]*

Dated: Wilmington, Delaware  
December 21, 2016

**BUCHANAN INGERSOLL & ROONEY**

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