

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
MIDWAY GAMES INC., <i>et al.</i>)	Case No. 09-10465 (KG)
)	
_____ Debtors.)	
THE OFFICIAL COMMITTEE OF)	
UNSECURED CREDITORS OF)	
MIDWAY GAMES INC., <i>et al.</i> ,)	
)	
Plaintiff,)	
)	
v.)	Adv. Proc. No. 09-50968 (KG)
)	
NATIONAL AMUSEMENTS INC., a)	
Maryland corporation, SUMCO INC., a)	
Delaware corporation, SUMNER M.)	
REDSTONE 2003 TRUST, SUMNER M.)	
REDSTONE, an individual, ACQUISITION)	
HOLDINGS SUBSIDIARY I LLC, a Delaware)	
limited liability company, MT ACQUISITION)	
HOLDINGS LLC, a Delaware limited liability)	
company, and MARK E. THOMAS, an)	
individual, SHARI E. REDSTONE, an)	
individual, ROBERT J. STEELE, an individual,)	
JOSEPH A. CALFIANO, an individual,)	
ROBERT N. WAXMAN, an individual,)	
WILLIAM C. BARTHOLOMAY, an)	
individual, and PETER C. BROWN, an)	
individual,)	
)	
_____ Defendants.)	Re Dkt Nos. 86, 87, 88 & 89

ORDER

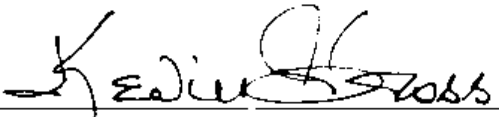
The Official Committee of Unsecured Creditors (the “Committee”) has filed a Motion for Partial Reconsideration and Clarification (the “Motion”) (Adv. Dkt. 89) addressing the Court’s Opinion, dated January 29, 2010 (the “Opinion”) and Order, dated February 3, 2010.

The Court granted in part and denied in part defendants' motions to dismiss the First Amended Complaint. The Committee is concerned about the Court's dismissal of the Third and Fifth Claims for Relief in the First Amended Complaint, alleging constructive fraudulent transfers against National Amusements, Inc. arising from a \$90 million loan which the Committee contends should be recharacterized to equity.

Judges are not infallible and it is clear that this judge erred and the result would be manifest injustice if left uncorrected. Accordingly, reconsideration is appropriate. *Max's Seafood Café v. Quinteros*, 179 F.3d 669, 677 (3d Cir. 1999). The Court's ruling on the matters under consideration are clearly inconsistent with the decision to deny dismissal of the Committee's claim for recharacterization. To the extent the Committee proves the facts necessary to prevail on its recharacterization claim, it will also prove that payments of principal, interest and fees are return on capital and recoverable pursuant to Bankruptcy Code Sections 544, 548(a)(1)(B) and 550. The Committee is correct that the Court's dismissal of the Third and Fifth Claims is inconsistent with its sustaining the recharacterization claim.

IT IS THEREFORE ORDERED that dismissal of the Third and Fifth Claims of the First Amended Complaint is denied.

Dated: March 19, 2010

A handwritten signature in black ink, appearing to read "Kevin Gross", written over a horizontal line.

KEVIN GROSS, U.S.B.J.