

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In Re:)	Chapter 11
)	
BRIDGEPORT HOLDINGS, INC.,)	Case No. 03-12825 (PJW)
et al.,)	
)	Jointly Administered
Debtors.)	
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BRIDGEPORT HOLDINGS INC.)	
LIQUIDATING TRUST,)	
)	
Plaintiff,)	
)	
v.)	Adv. Proc. No. 07-51798 (PJW)
)	
ALFRED D. BOYER, BRADFORD M.)	
FREEMAN, WILLIAM JOHNSON,)	
LAURENCE MIDLER, CHARLES P.)	
RULLMAN, KASHIF F. SHEIK,)	
GARY L. WILSON, JEROME B. YORK)	
and LAWRENCE RAMAEKERS,)	
)	
Defendants.)	

AMENDED ORDER

For the reasons set forth in the Court's memorandum opinion of **May 30, 2008 (Doc. # 61)**, the D&O Defendants' motion to dismiss the Complaint (Doc. # **17**) and the Ramaeaker's motion to dismiss the Complaint (Doc. # **16**) are denied in part and granted in part as follows:

(1) To the extent that the Complaint asserts four separate "Challenged Actions", two of those actions, namely, failing to put the Company up for sale earlier and failing to hire a restructuring advisor earlier in 2003, are barred by the three year statute of limitations (10 Del. C. § 8106).

(2) The D&O Defendants' motion is denied as to Count I.

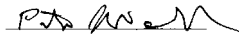
(3) To the extent that Count I and Count II assert liability against defendant Midler in his capacity as a director, the D&O Defendants' motion is granted.

(4) The D&O Defendants' motion is denied as to Count II.

(5) The D&O Defendants' motion is granted as to Counts III and IV, provided that the Plaintiff shall have 30 days to file an amended complaint if it can adequately plead facts to satisfy the pleading standard set forth in Bell Atlantic v. Twombly, 550 U.S. ___, 127 S. Ct. 1955 (2007).

(6) Ramaekers' motion is denied as to Count V.

(7) The D&O Defendants' motion is granted as to Count VI.



Peter J. Walsh
United States Bankruptcy Judge

Dated: June 2, 2008