

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11

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NII Holdings, Inc., et al.,¹ : Case No. 14-12611 (SCC)

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Debtors. : (Joint Administration Requested)

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**ORDER (A) SCHEDULING AN EXPEDITED
HEARING ON FIRST DAY MOTIONS FILED BY THE DEBTORS
AND (B) APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

This matter coming before the Court on the Motion of Debtors and Debtors in Possession for the Entry of (A) an Order Scheduling an Expedited Hearing on First Day Motions Filed by the Debtors and (B) Approving Form and Manner of Notice Thereof (the "Motion"),² filed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"); the Court having reviewed the Motion, the Freiman Declaration and the Certification of Scott J. Greenberg Regarding Request for Emergency Hearing (the "Greenberg Certification"); and the Court having found that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (c) notice of the Motion was sufficient under the circumstances and (d) the exigency of the situation justifies an immediate hearing on the First Day Motions; and the Court

¹ The Debtors are comprised of the following nine entities (the last four digits of their respective U.S. taxpayer identification numbers follow in parentheses): NII Holdings, Inc. (1412); Nextel International (Services), Ltd. (6566); NII Capital Corp. (6843); NII Aviation, Inc. (6551); NII Funding Corp. (6265); NII Global Holdings, Inc. (1283); NII International Telecom S.C.A. (7498); NII International Holdings S.à r.l. (N/A); and NII International Services S.à r.l. (6081). The location of the Debtors' corporate headquarters and the Debtors' service address is: 1875 Explorer Street, Suite 1000, Reston, VA 20190.

² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

having determined that the legal and factual bases set forth in the Motion, the Freiman Declaration and the Greenberg Certification establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Court shall hear the First Day Motions at 2:00 p.m. (ET) on September 16, 2014 at Courtroom 623, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004.
3. The First Day Notice attached to the Motion as Exhibit B is approved in all respects.
4. Service of the First Day Notice to the First Day Notice Parties by facsimile transmission or e-mail transmission (and by hand delivery or overnight carrier where facsimile or e-mail information is not known to the Debtors) is adequate and appropriate notice of the Debtors' chapter 11 cases under the circumstances.
5. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: September 15, 2014
New York, New York

/S/ Shelley C. Chapman
UNITED STATES BANKRUPTCY JUDGE