

Submitted: March 27, 2013
Decided: March 28, 2013

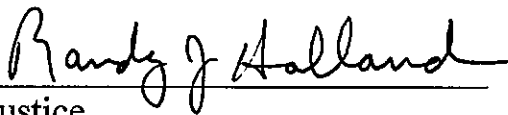
Before **HOLLAND, BERGER** and **JACOBS**, Justices.

O R D E R

This 28th day of March, 2013, the Court having considered this matter after oral argument and on the briefs filed by the parties has determined that the final judgment of the Court of Chancery should be affirmed on the basis of and for the reasons assigned by the Court of Chancery in its July 18, 2012 memorandum opinion.

NOW, THEREFORE, IT IS HEREBY ORDERED that the judgment of the Court of Chancery be, and the same hereby is, AFFIRMED.

BY THE COURT:


Justice