

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

In re:)	
ACR MANAGEMENT, L.L.C., <u>et al.</u> , ¹)	Case No. 04–027848–MBM
Debtors.)	Chapter 11
)	(Jointly Administered)
ACR MANAGEMENT, L.L.C., et al.,)	
Movants,)	Related to Document No. 38
v.)	
NO RESPONDENT.)	
)	

ORDER GRANTING THE DEBTORS AUTHORITY TO (A) MAINTAIN EXISTING
INSURANCE POLICIES, (B) PAY PRE–PETITION INSURANCE PREMIUMS AND
(C) ENTER INTO POST–PETITION PREMIUM FINANCING AGREEMENTS

Upon the motion (the “Motion”)² of the debtors and debtors–in–possession (the “Debtors”) in the above–captioned chapter 11 cases (the “Chapter 11 Cases”) seeking entry of an Order for Authority to (a) maintain existing insurance policies, (b) pay prepetition insurance

¹ The Debtors are the following entities: ACR Management, L.L.C., Anthony Crane Rental Holdings, L.P., ACR/Dunn Acquisition, Inc., Anthony Crane Capital Corporation, Anthony Crane Holdings Capital Corporation, Anthony Crane International, L.P., Anthony Crane Sales & Leasing, L.P., Anthony International Equipment Services Corporation, Anthony Sales & Leasing Corporation, Carlisle Equipment Group, L.P., Carlisle GP, L.L.C., Husky Crane, Inc., Anthony Crane Rental, L.P., d/b/a Maxim Crane Works, Maxim Crane Works, LLC, Sacramento Valley Crane Service, Inc., The Crane & Rigging Company, LLC, Thompson & Rich Crane Service, Inc.

² Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Motion.

premiums, if any, and (c) enter into post-petition premium financing agreements; and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and sufficient notice of the Motion having been given under the circumstances; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 158(a); and it appearing that venue of this proceeding and this Motion is properly in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and after due deliberation and cause appearing therefor; it is hereby:

ORDERED that the Motion is granted; and it is further

ORDERED that the Debtors are authorized, in their sole discretion, to maintain the existing Policies as set forth in the Motion consistent with the DIP Budgets, the DIP Loan Amendment and the DIP Orders (as each term is defined in the First Day Affidavit); and it is further

ORDERED that the Debtors may continue to operate under the Insurance Services Contracts consistent with the DIP Budgets, the DIP Loan Amendment and the DIP Orders; and it is further

ORDERED that the Debtors are authorized, in their sole discretion, to pay any unpaid pre-petition premiums as set forth in the Motion, subject to the DIP Budgets, the DIP Loan Amendment and the DIP Orders; and it is further

ORDERED that the Debtors are authorized, in their sole discretion, except as set forth in the next paragraph, to enter into post-petition premium financing agreements as set forth in the Motion, consistent with the DIP Budgets, the DIP Loan Amendment and the DIP Orders, provided, however, that any lien granted in connection with the postpetition premium financing

agreements shall be subject to the DIP Orders and the terms and conditions of the DIP Loan Amendment; and it is further

ORDERED that the Debtors must give written notice (the “Notice”) as much in advance as is practical, but in no event more than ten (10) days, to the Committee of Unsecured Creditors (the “Committee”) of their intention to enter into a postpetition premium financing agreement, and the Committee will have the right to object to the entry into such postpetition financing agreement if such objection is filed prior to the date on which the Debtors actually enter into such agreement, specified in the Notice; and it is further

ORDERED that, notwithstanding the possible applicability of Bankruptcy Rules 6004(g), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Pittsburgh, Pennsylvania
Dated : _____, 2004

United States Bankruptcy Judge