

**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. 04-0_____(____)
Debtors.)	Chapter 11
)	(Jointly Administered)
ACR MANAGEMENT, L.L.C., et al.,)	Docket No. ____
Movants,)	
v.)	
NATIONAL CITY.)	

**FINAL ORDER AUTHORIZING THE DEBTORS TO OBTAIN POSTPETITION
UNSECURED FINANCING PURSUANT TO
SECTION 364(B) OF THE BANKRUPTCY CODE**

Upon the motion (the “Motion”)² of the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”) seeking entry of an order pursuant to section 364(b) of chapter 11 of the United State Code (the “Bankruptcy Code”) authorizing the Debtors to obtain postpetition unsecured financing; it appearing that the relief

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.

requested is essential to the continued operation of the Debtors' business and is in the best interest of the Debtors' estates and creditors; it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this Motion is a core proceeding pursuant to 28 U.S.C. § 157; adequate notice of the Motion having been given; it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED that the Motion is granted; and it is further

ORDERED that the Debtors are authorized, subject to the DIP Budgets, the DIP Loan Amendment and the DIP Orders (as each term is defined in the First Day Affidavit), to obtain postpetition financing pursuant to the National City Agreement; 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