

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION**

In re:)	Chapter 11
)	
DAN RIVER INC., <i>et al.</i>)	Case Nos. 04-__ through 04-__
)	Jointly Administered
)	
Debtors.)	Judge Drake
_____)	

**MOTION FOR ORDER (A) DEEMING UTILITIES ADEQUATELY ASSURED
OF PAYMENT, (B) PROHIBITING UTILITIES FROM ALTERING,
REFUSING, OR DISCONTINUING SERVICES, AND (C) ESTABLISHING
PROCEDURES FOR RESOLVING REQUESTS FOR ADDITIONAL ASSURANCE**

Dan River Inc. (“Dan River”), The Bibb Company LLC (“Bibb”), Dan River International Ltd. (“Dan River International”), and Dan River Factory Stores, Inc. (“Dan River Stores”) (collectively, the “Debtors” or the “Company”) file this Motion, respectfully showing the Court as follows:

Jurisdiction

1. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. § 1334. Consideration of this Motion is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue of this proceeding is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

2. On the date hereof (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”). The Debtors are authorized to operate their businesses as debtors-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

A. Company Background.

3. Dan River was founded in 1882 and is a leading designer, manufacturer and marketer of products for the home fashions and apparel fabrics markets. Dan River operates three business segments: home fashions, apparel fabrics, and engineered products.

4. During fiscal 2003, Dan River's home fashions division produced approximately 72 percent of the Company's revenues, generating \$342 million in net sales. Dan River's home fashions products include bedroom furnishings such as comforters, sheets, pillowcases, shams, bed skirts, decorative pillows and draperies. Dan River is an innovator in merchandising home fashions products and introduced the "Bed-in-a-Bag" complete bed ensemble that consists of a comforter with matching sheets, pillowcases, shams, and a dust ruffle. The home fashions products are marketed under the "Dan River" name as well as under private labels of the Company's major retail customers and under licenses from, among others, "Colours by Alexander Julian" and "Lilly Pulitzer." Dan River also markets home fashions products for the juvenile market under a number of licensed names and trademarks, including "Barbie," "Looney Tunes," "Spiderman," and "Scooby Doo" among others.

5. During fiscal 2003, Dan River's apparel fabrics division produced approximately 21 percent of Dan River's total revenues, generating \$102 million in net sales. Dan River's apparel fabrics products include a broad range of high quality woven cotton and cotton-blend fabrics that are marketed primarily to clothing manufacturers.

6. During fiscal 2003, the engineered products division was Dan River's smallest division, and produced 7 percent of Dan River's gross revenue, generating \$34 million in net sales. Dan River's engineered products include coated yarns and woven fabrics that are

manufactured to customer specifications for use in such products as high pressure hoses for the automotive industry, conveyer belts and other industrial applications.

7. The remaining debtors, Bibb, Dan River International, and Dan River Stores are wholly-owned subsidiaries of Dan River. Bibb was acquired by Dan River in 1998, and substantially all of its assets were subsequently transferred to Dan River. In 2001, Bibb was converted to a single member Delaware limited liability company, wholly owned by Dan River. The only remaining assets of Bibb are its environmentally impaired Abbeville facility, and small parcels of raw land with nominal value. Dan River International is a holding company for the Company's international operations.¹ Dan River Stores was formed in 1992. In 2001, Dan River Stores transferred substantially all of its assets to Dan River. The only remaining material assets of Dan River Stores are intercompany receivables and inconsequential leases.

B. The Debtors' Long-Term Debt Structure.

8. On April 15, 2003, the Debtors completed the refinancing of substantially all of their outstanding long-term debt. The refinancing included the sale, at 95.035 percent of par, of 12-3/4 percent senior notes due 2009 in the aggregate principal amount of \$157 million.

9. In addition, the Debtors entered into a new senior secured credit agreement (the "Credit Agreement") dated April 15, 2003 with Deutsche Bank Trust Company Americas, as Agent, Fleet Capital Corporation, as Syndication Agent, Wachovia Bank, National Association,

¹ The Company's international operations include the following Mexican entities: Dan River de Mexico, S. de R.L. de C.V. ("DRMEX"), Maquilas Pinnacle, S. de R.L. de C.V. and Adsercorp, S. de R.L. de C.V. (collectively, the "Mexico Companies"). The Mexico Companies are the equivalent of limited liability companies. However, Mexico does not allow single member limited liability companies. Therefore, Dan River owns a one peso interest in DRMEX. The remaining Mexico Companies own a one peso interest in each other. Dan River International owns all remaining interests in the Mexico Companies. Dan River B.V. is a Netherlands corporation that was formed in 2000 as a wholly-owned subsidiary of Dan River International to hold Dan River International's interests in the Mexico Companies. However, those interests were never transferred to Dan River B.V., and Dan River B.V. has nominal assets. Neither Dan River B.V. nor any of the Mexico Companies are debtors in these proceedings.

as Documentation Agent, and the several lenders from time to time party thereto (collectively, the “Lenders”).

10. The Credit Agreement provides for a five-year \$40 million term loan and a \$160 million revolving credit facility. Availability under the revolving credit facility is based upon a borrowing base determined by reference to eligible accounts receivable and inventory. As of the Petition Date, the principal and interest outstanding under the term loan was \$35.85 million, and the principal and interest outstanding under the revolving credit facility was approximately \$75.8 million. In addition, letters of credit in the approximate amount of \$5.05 million were outstanding under the terms of the Credit Agreement, for a total current amount outstanding under the Credit Agreement of approximately \$116.7 million. The Debtors’ obligations under the Credit Agreement are secured by substantially all of the Debtors’ assets.

C. Events Leading to the Debtors’ Chapter 11 Cases.

11. In fiscal 2003, the Debtors experienced a significant drop in revenues beginning in the second quarter. Retail sales of the Debtors’ products began to weaken in the second quarter due to a lackluster retail environment in general and inventory adjustments by some of its customers, including its largest customer, Kmart. For fiscal 2003, total revenues were down 22.1 percent compared to the previous year.

12. During the second, third and fourth quarters of fiscal 2003, in response to the drop in sales, the Debtors initiated plans to eliminate approximately \$18 million in annual expenses through the closure and consolidation of manufacturing facilities and a reduction of workforce. Four manufacturing facilities were closed, which eliminated over 850 positions for a total estimated annual savings of \$13.6 million. Approximately 80 managerial and administrative positions were eliminated which reduced annual expenses by over \$4 million. The benefits of

these cost-cutting efforts were not expected to be realized until fiscal 2004, too late to mitigate a continued reduction in gross profit caused by the poor economic environment. The Debtors' gross profit for fiscal 2003 was approximately \$61 million less than their gross profit for the previous year.

13. The Debtors are not the only domestic textile company which has encountered financial problems. Numerous other domestic textile companies such as Burlington Industries, Cone Mills, WestPoint Stevens, Pillowtex, and others have already filed for bankruptcy protection.

14. As a result of the Debtors' financial performance, they failed to meet the maximum leverage ratio covenant contained in the Credit Agreement for the third quarter of 2003. The Debtors and the Lenders entered into an amendment of the Credit Agreement that waived the covenant violation and imposed new requirements for minimum levels of excess availability and monthly operating EBITDA. An additional amendment and waiver to the Credit Agreement was executed in December 2003, waiving certain anticipated defaults resulting from the Debtors' financial performance and imposing additional requirements on the Debtors. Another amendment was executed in January 2004 modifying certain terms of the Credit Agreement. Among other things, the Credit Agreement, as amended, requires the Debtors to deliver to the Agent on March 31, 2004 satisfactory evidence that the Debtors will be in compliance with the financial covenants in the Credit Agreement for the fiscal quarter ending April 3, 2004.

15. The Debtors' sales and profitability have not sufficiently improved to be in compliance with all of the Credit Agreement's financial covenants. As a result, commencing April 1, 2004, the Debtors will be in default under the Credit Agreement. Accordingly, the

Company will no longer have access to the funds necessary to meet its operating expenses and will be faced with a loss of enterprise value if it cannot restructure its debt and obtain additional financing. Therefore, the Debtors have concluded, after consultation with their advisors, that their interests and the interests of their creditors and employees will be best served by a reorganization under Chapter 11 of the Bankruptcy Code.

Relief Requested

16. By this motion, the Debtors respectfully request the entry of an order, pursuant to Section 366 of the Bankruptcy Code: (i) deeming utilities adequately assured of payment for post-petition services, (ii) prohibiting utilities from altering, refusing, or discontinuing services to the Debtors on account of the commencement of these bankruptcy cases or the non-payment of pre-petition invoices, and (iii) establishing certain procedures for resolving disputes regarding the adequate assurance of payment provided by the Debtors.

Basis for Relief

17. Utility services are essential to the Debtors' ability to sustain their operations while these Chapter 11 cases are pending. In the normal conduct of their businesses, the Debtors have relationships with approximately 75 utility companies (collectively, the "Utility Companies") for the provision of telephone, electric, gas, water, sewer, waste management, and other services. A list of the Utility Companies is attached hereto as Exhibit "A."²

18. Any interruption of utility service to the Debtors' businesses would be severely disruptive and diminish the Debtors' chances for a successful reorganization. Because the

² This motion does not seek assumption or rejection of any executory contract under Bankruptcy Code Section 365, and the Debtors reserve the right to claims that any contract with the Utility Companies is or is not an executory contract, as the facts may dictate. Similarly, the Debtors reserve the right to take the position that, notwithstanding their inclusion in this Motion, those providers listed in Exhibit A are not utilities within the meaning of Bankruptcy Code Section 366.

Debtors' operations include manufacturing and plant operations, it is essential that their utility services continue uninterrupted. If utility providers are permitted to terminate or disrupt service to the Debtors, the Debtors' primary revenue source, their manufacturing operations, would immediately come to a halt, effectively ending the Debtors' opportunity for a successful reorganization.

19. The Debtors have a satisfactory payment history of prepetition utility invoices. To the best of Debtors' knowledge, there are no defaults or arrearages with respect to undisputed utility services invoices, other than payment interruptions that may have been inadvertently caused by the commencement of the Debtors' Chapter 11 cases.

20. The Debtors have posted deposits and/or letters of credit with several of the Utility Companies to ensure the Debtors' payment obligations as set forth on Exhibit A.

21. The Debtors submit that they will be able to continue paying for all post-petition utility services from the proceeds of their operations, available cash on hand, and funds generated under the Debtors' proposed debtor-in-possession credit facility.

22. Section 366 of the Bankruptcy Code governs the rights and obligations of the Utility Companies as providers of utility services to the Debtors. It provides:

(a) Except as provided in subsection (b) of this section, a utility may not alter, refuse, or discontinue service to, or discriminate against, the trustee or the debtor solely on the basis of the commencement of a case under this title or that a debt owed by the debtor to such utility for service rendered before the order for relief was not paid when due.

(b) Such utility may alter, refuse, or discontinue service if neither the trustee nor the debtor, within 20 days after the date of the order for relief, furnishes adequate assurance of payment, in the form of a deposit or other security, for service after such date. On request of a party in interest and after notice and a hearing, the court may order reasonable modification of the amount of the deposit or other security necessary to provide adequate assurance of payment.

23. Whether a utility is subject to an unreasonable risk of non-payment for post-petition services, and therefore, is entitled to a new deposit, must be determined from the facts and circumstances of each case. *See In re Keydata Corp.*, 12 B.R. 156 (B.A.P. 1st Cir. 1981); *In re Woodland Corp.*, 48 B.R. 623 (Bankr. D.N.M. 1985). Section 366 of the Bankruptcy Code contemplates that a utility must receive assurance of payment that is sufficient given the debtor's financial situation. *See In re Penn Jersey Corp.*, 72 B.R. 981, 982 (Bankr. E.D. Pa. 1987); *In re Hennen*, 17 B.R. 720, 725 (Bankr. S.D. Ohio 1982); *In re Utica Floor Maint., Inc.*, 25 B.R. 1010, 1018 (N.D.N.Y. 1982) (where the debtor "has a sufficiently substantial and liquid estate, no further security [other than an administrative claim] is required").

24. The Debtors submit that they should not be required provide security deposits to the Utility Companies. It is impracticable and entirely unnecessary here to require the Debtors to provide new security deposits to the Utility Companies in light of the administrative priority provided to the Utilities under Sections 503(b) and 507(a)(1) of the Bankruptcy Code and the circumstances of these cases. Section 503(b)(1)(A) provides:

(b) After notice and a hearing, there shall be allowed, administrative expenses, other than claims allowed under section 502(f) of this title, including—

(1)(A) the actual, necessary costs and expenses of preserving the estate, including wages, salaries, or commissions for services rendered after the commencement of the case;

25. Therefore, post-petition utility charges are actual and necessary expenses of preserving the Debtors' estates under Section 503(b)(1)(A). The Utility Companies will thus be entitled to an administrative expense priority claim under Bankruptcy Code Section 507(a)(1) for any unpaid post-petition utility charges.

26. The Debtors submit that the Utility Companies are adequately assured of payment, and no further deposit or other security should be required. Relief similar to that

requested herein has been granted by courts in other substantial Chapter 11 cases, *see, e.g., Virginia Elec. & Power Co. v. Caldor, Inc.*, 117 F.3d 646, 647 (2d Cir. 1997), including several in this district, *see, e.g., In re Centennial HealthCare Corporation*, Case No. 02-74974 (Bankr. N.D. Ga. Jan. 9, 2003) (Massey, J.); *In re The New Power Company*, Case No. 02-10835 (Bankr. N.D. Ga. June 17, 2002) (Drake, J.); *In re NetRail, Inc.*, No. 01-69510 (Bankr. N.D. Ga. Aug. 1, 2001) (Bihary, J.).³ Moreover, the rights of the Utility Companies will not be prejudiced should the relief requested herein be granted, because, as discussed below, the Utility Companies may seek relief from this Court in the future upon a change in circumstances.

27. Pursuant to Section 366(b) of the Bankruptcy Code, utilities may alter, refuse, or discontinue service if the debtor does not, within twenty days after the date of the order for relief, furnish adequate assurance of payment, in the form of a deposit or other security, for service after such date. The number of Utility Companies and their various locations make it impracticable for the Debtors to contact all of the Utility Companies within this twenty-day period and to obtain assurances that they will not discontinue services. If the Utility Companies were permitted to terminate services twenty days after the Petition Date, the Debtors might be forced to cease doing business; certainly operations at any affected plant will be disrupted or cease. Such a result would be disastrous to the interests of the Debtors' estates, creditors, and the Debtors' employees.

28. Because uninterrupted utility service is vital to the continued operation of the Debtors' businesses and, consequently, to the success of these cases, the relief requested herein is absolutely necessary and in the best interests of the Debtors' estates and their creditors. It ensures that the Debtors' business operations will not be disrupted, and provides the Utility

³ For the Court's convenience, copies of unpublished authorities cited herein are submitted for the Court's consideration in a separate binder.

Companies and the Debtors with an orderly, fair procedure for resolving disputes regarding adequate assurance of payment.

29. The Debtors seek immediate entry of an order approving the following procedures to determine any requests by the Utility Companies for additional adequate protection:

- (a) Any Utility Company seeking adequate assurance from the Debtors in the form of a deposit or other security or seeking to draw down on an existing letter of credit must make a request in writing, setting forth the location for which utility services are provided (a “Request”), so that the Request is actually received by the Debtors’ counsel, James A. Pardo, Jr., King & Spalding LLP, 191 Peachtree Street, Atlanta, Georgia 30303, within twenty days of the date of the order granting this Motion (the “Request Deadline”).
- (b) Upon timely receipt of a Request, the Debtors shall have sixty days to file a Motion for Determination of Adequate Assurance of Payment (a “Determination Motion”) and shall seek a hearing on such motion within twenty days after the filing of the Determination Motion, unless another hearing date is agreed to by the parties or ordered by the Court (a “Determination Hearing”).
- (c) Any Request received by the Debtors from a Utility Company after the Request Deadline or that is otherwise defective shall be deemed an untimely and invalid assurance Request, and such Utility Company shall be deemed to be adequately assured of payment under Section 366 of the Bankruptcy Code.
- (d) If a Determination Hearing is scheduled in accordance with the procedures identified above, the Utility Company shall be deemed to be adequately assured of payment under Section 366 of the Bankruptcy Code until an order of the Court is entered in connection with such Determination Hearing.

30. For the foregoing reasons, the Debtors believe that granting the relief requested herein is appropriate and in the best interests of their estates.

Notice

31. Notice of this Motion has been provided to the Office of the United States Trustee, counsel for the Debtors’ pre-petition secured lenders, the indenture trustee for Debtors’

senior note holders, counsel to the Agent for the Debtors' proposed debtor-in-possession lenders the Debtors' thirty largest unsecured creditors on a consolidated basis, and the Utility Companies by facsimile and/or overnight or next-day delivery. In light of the nature of the relief requested, the Debtors submit that no further notice is necessary.

Conclusion

WHEREFORE the Debtors respectfully request entry of an order granting the relief requested herein, and granting the Debtors such other and further relief as may be just.

Dated: Atlanta, Georgia
March 31, 2004

Respectfully submitted,

KING & SPALDING LLP

/s/ James A. Pardo, Jr.
James A. Pardo, Jr.
Georgia Bar No. 561206
Sarah Robinson Borders
Georgia Bar No. 610649
191 Peachtree Street
Atlanta, Georgia 30303-1763
(404) 572-4600
Fax: (404) 572-5149

PROPOSED ATTORNEYS FOR THE DEBTORS

Exhibit A

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
1.	AEP (APCO) P.O. Box 24401 Canton, OH 44701-4401 Telephone: (276) 627-1248 Telephone: (800) 710-4237	Electricity	1/2/2005	
2.	Alltel 201 Matthew St. Mathews, NC 28106 Telephone: (800) 843-9214 Telephone: (800) 847-4220 Facsimile: (704) 845-7446	Telephone (Local)	n/a	
3.	Alltel 615 Thornton Avenue Dalton, GA 30720-8287 Telephone: (800) 501-1776 Facsimile: (706) 279-7717	Telephone (Local)	n/a	
4.	Alltel Wireless PO Box 96019 Charlotte, NC 28296-0019 Telephone: (434) 572-7001	Telephone (Cellular Mobile)	Monthly	
5.	Anson County Water Collections Anson County Courthouse Wadesboro, NC 28170 Telephone: (704) 694-2018 Facsimile: (704) 694-6036	Water	n/a	
6.	AOL P.O. Box 17200 Jacksonville, FL 32245-7200 Telephone: 1-800-392-5180	Data (Mobile)	Monthly	
7.	AT&T P.O. Box 277019 1 Main Street Atlanta, GA 30384-7019 Telephone: 540-427-2800	Data	3/2006	
8.	AT&T 1338 Plantation Rd. Roanoke, VA 24012 Telephone: (540) 427-2800 Telephone: (800) 222-1000 Facsimile: (973) 644-7381	Telephone (Long Distance & Data)	Long Distance – 10/9/04 Data – 09/13/04	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
9.	AT&T One AT&T Way Bedminster, NJ 07921 Telephone: (908) 221-2000 Facsimile: (973) 644-7381	Telephone (Long Distance & Data)	10/9/2004 (long distance); 9/13/2004 (data)	
10.	AT&TWS PO Box 78405 Phoenix, AZ 85062-8405 Telephone: (704) 906-6800 Telephone: (800) 388-3235	Telephone (Cellular Mobile)	12/2004	
11.	Atlanta Gas & Light Co. P.O. Box 4564 Atlanta, GA 30302-4569 Telephone: (800) 252-1613 Facsimile: (803) 643-5049	Gas	n/a	
12.	Banks County Water System P.O. Box 99 Homer, GA 30547 Telephone: (706) 677-2261	Waste Water	n/a	
13.	Bell 110 King Street West 3rd Floor Hamilton, Ontario L9H1W4 Telephone: (800) 668-6878 Facsimile: (888) 318-8660	Telephone (Local)	n/a	
14.	Bell South 1600 Williams St. Suite 2400 Columbia, SC 29201 Telephone: (800) 900-3265 Facsimile: (800) 679-3943	Telephone (Local)	n/a	
15.	Bell South 1155 Peachtree Street, N.E. Atlanta, GA 30309 Telephone: (404) 249-2000 Facsimile: (404) 378-9269	Telephone (Local)	n/a	
16.	Broad River Water Authority 106 Duke Street P.O. Box 37 Spindale, NC 28160-0037 Telephone: (828) 286-0640 Facsimile: (828) 286-3977	Water	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
17.	Browning Ferris Industries Lynchburg District #852 P.O. Box 830132 Baltimore, MD 21283-0132 Telephone: (434) 846-6800 Facsimile: (434) 846-0156	Waste	n/a	
18.	Canadian Waste Services 117 Wentworth Court Brampton, Ontario L6T5L4 Telephone: (904) 595-3330	Solid Waste Dumpster	n/a	
19.	Cingular P.O. Box 17496 Baltimore, MD 21297-1496 Telephone: (866) 246-4857	Telephone (Cellular Mobile)	02/24/2006	
20.	City of Commerce P.O. Box 348 Commerce, GA 30529 Telephone: (706) 335-3164	Water	n/a	
21.	City of Danville Division of Central Collections P.O. Box 3308 Danville, VA 24543-3308 Telephone: (434) 799-5159 Facsimile: (434) 797-8875	Electricity; water; waste	Multiple contracts: n/a * additional financial obligation to begin 8/1/2019	
22.	City of Porterdale 5 Main Street P.O. Box 667 Porterdale, GA 30070-0667 Telephone: (770) 780-2217 Facsimile: (770) 786-5171	Water; waste	n/a	
23.	City of Portsmouth, VA 801 Crawford Street Portsmouth, VA 23704 Telephone: (757) 292-8524	Water	n/a	
24.	City of Sevierville P.O. Box 5500 Sevierville, TN 37864-5500 Telephone: (865) 453-5504 Facsimile: (865) 453-5504	Waste	n/a	
25.	Columbia Gas of Virginia P.O. Box 35674 Richmond, VA 23235 Telephone: (804) 768-6407 Facsimile: (804) 768-5913	Gas	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
26.	Destin Water Users, Inc. P.O. Box 308 Destin, FL 32540-0308 Telephone: (850) 837-6146	Water	n/a	
27.	Dominion Virginia Power Dominion Corporate Offices 701 E. Cary Street One James River Plaza Richmond, VA 23219-3927 Telephone: (252) 308-1077 : Telephone: (888) 667-3000 Facsimile: (804) 819-2232	Electricity	9/25/2005	
28.	Duke Power P.O. Box 1090 Charlotte, NC 28201-1090 Telephone: (864) 439-5983 Telephone: (800) 653-5307 Facsimile: (704) 594-0035	Electricity	Multiple contracts: n/a, 6/21/2004	\$91,450 Letter of Credit
29.	Earthlink P.O. Box 530530 Atlanta, GA 30353-0530	Data (Mobile)	Monthly	
30.	Enbridge 500 Consumers Rd. North York, Ontario M2J1P8 Telephone: (416) 492-5000 Facsimile: (888) 711-1211	Gas	n/a	
31.	Enersource 3240 Mavis Rd. Mississauga, Ontario L5C3K1 Telephone: (905) 273-7425 Facsimile: (905) 566-2737	Electricity	n/a	
32.	First Piedmont Corp. P.O. Drawer 1069 Chatham, VA 24531 Telephone: (434) 432-0211 Facsimile: (434) 432-0278	Waste	5/31/2005	
33.	Fort Valley Utility Commission P.O. Box 1529 500 Anthoine Street Fort Valley, GA 31030 Telephone: (478) 825-7701 Facsimile: (478) 825-7704	Electricity, Gas, Water	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
34.	GDS, Inc. P.O. Box 215 Forest City, NC 28043 Telephone: (800) 626-1420 Facsimile: (704) 480-9777	Waste	n/a	
35.	Georgia Power 1130 Green Street Conyers, GA 30012 Telephone: (770) 801-5992 Telephone: (770) 216-1306 Facsimile: (678) 623-7360	Electricity	Multiple contracts: n/a, 2/26/2004, 11/2/2006	
36.	Greenville Water System P.O. Box 687 Greenville, SC 29602-0687 Telephone: (864) 241-6155 Facsimile: (864) 241-6035	Water	n/a	
37.	Gulf Power Company 140 Hollywood Blvd. S. W. Fort Walton Beach, Florida 32548 Telephone: (800) 225-5797	Electricity	n/a	\$1,040
38.	Hampton Roads Sewer Dept. P.O. Box 1651 Norfolk, VA 23501-1651 Telephone: (757) 877-2019 Facsimile: (757) 460-2058	Waste	n/a	
39.	Kallam Oil & Gas Co., Inc. 201 S. Dalton Street Madison, NC 27025 Telephone: (336) 548-9653 Facsimile: (336) 548-4992	Gas	n/a	
40.	MCI 22001 Loudoun County Parkway Ashburn, Virginia 20147 Telephone: (800)-695-4405 Facsimile: (800) 825 4525	Data Transmission Services	12/3/2006	
41.	MCI 5238 Valleypointe Parkway Suite C5 Roanoke, VA 24019 Telephone: (800) 289-1929 Telephone: (800) 581-5337 Telephone: (800) 848-8980 Facsimile: (540) 561 5523	Telephone (Data)	12/3/06	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
42.	Newton County Board of Commissioners 1113 Usher Street Covington, GA 30014 Telephone: (770) 784-2000 Facsimile: (770) 784-2007	Waste	n/a	
43.	Newton County Water & Sewer Authority 11325 Brown Bridge Road P.O. Box 1137 Covington, GA 30015 Telephone: (770) 787-1375 Facsimile: (770) 786-4536	Waste	n/a	
44.	North State P.O. Box 2326 High Point, NC 27261-2326 Telephone: (336) 886-3602 Facsimile: (336) 886-5114	Telephone (Local)	n/a	
45.	Piedmont Gas Co. 201 W. McBee Avenue Greenville, SC 29601 Telephone: (800) 752-7504 Facsimile: (864) 242-5824	Gas	n/a	
46.	Pincelli & Associates, Inc. P.O. Box 1055 Hixson, TN 37343-1055 Telephone: (423) 842-1396 Facsimile: (423) 842-0221	Waste	n/a	
47.	Progress Energy 805 N. Pinehurst Street Aberdeen, NC 28315 Telephone: (866) 768-6049 Facsimile: (919) 546-2920	Electricity	n/a	
48.	PSNC Energy P.O. Box 100256 Columbia, SC 29202-3256 Telephone: (877) 776-2427 Facsimile: (704) 810-3122	Gas	n/a	
49.	Rutherford County Solid Waste P.O. Box 1957 Rutherfordton, NC 28139-1957 Telephone: (828) 287-6125 Facsimile: (828) 287-6312	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
50.	SCANA Energy Marketing, Inc. P.O. Box 751684 Charlotte, NC 28725 Telephone: (704) 834-6686 Facsimile: (704) 834-6688	Gas	n/a	\$775,000 Letter of Credit
51.	SCANA Sales & Service 3340 Peachtree Road, N.E. Suite 750 Atlanta, GA 30326 Telephone: (404) 760-6204 Facsimile: (404) 760-6263	Gas	n/a	
52.	Sevier County Electric System P.O. Box 4870 315 E. Main Street Sevierville, TN 37864 Telephone: (865) 453-2887 Telephone: (865) 983-4065 Facsimile: (865) 428-2159	Electricity	12/19/2006	
53.	Sevier County Utility District P.O. Box 4398 420 Robert Henderson Road Sevierville, TN 37864-4398 Telephone: (865) 453-3272 Facsimile: (865) 774-1662	Gas	n/a	
54.	Sevierville Water Systems 116 Church Street Sevierville, TN 37862 Telephone: (865) 453-5522 Facsimile: (865) 429 -0564	Water	n/a	
55.	South Carolina Electric & Gas (SCE & G) Columbia, SC 29218 Telephone: (800) 251-7234 Facsimile: (803) 217-7931	Electricity	n/a	
56.	Southern Soil Builders 958 Hoots Road Roaring River, NC 28669 Telephone: (336) 957-8909 Facsimile: (336) 957-8940	Waste	n/a	
57.	Southland Waste Systems 2201 Trade Drive Macon, GA 31217 Telephone: (478) 746-7230 Facsimile: (478) 746-6972	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
58.	Southwestern Bell P.O. Box 650661 Dallas, TX 75265-0661 Telephone: (800) 750-2355 Telephone: (800) 750-2355 Facsimile: (916) 977-3522	Telephone (Local)	n/a	
59.	Sprint 1710 E. Parham Rd. Richmond, VA 23228 Telephone: (804) 261-9388 Telephone: (800) 304-7628 Telephone: (800) 901-9675 Facsimile: (804) 261 9356	Telephone (Local & Data)	Local - n/a Data – 8/13/06	
60.	Sprint 6200 Sprint Parkway Overland Park, KS 66251 Telephone: (800) 829-0965 Facsimile: (913) 523 0054 (Local Account)	Telephone (Local & Data)	n/a	
61.	Sprint P.O. Box 30723 Tampa, FL 33630-3723 Telephone: (800)786-6272 Facsimile: (252) 823 3727	Telephone (Local & Data)	n/a	
62.	Taas P.O. Box 2325 Acworth, GA 30102 Telephone: (770) 966-7119	Electricity	n/a	
63.	Tennessee Valley Authority 400 W. Summit Hill Drive Knoxville, TN 37902-1499 Facsimile: (865) 673-2210	Electricity	12/19/2006	
64.	Town of Brookneal P.O. Box 450 Brookneal, VA 24528 Telephone: (434) 799-5159 Facsimile: (434) 376-5698	Water	n/a	
65.	Town of Morven P.O. Box 295 Morven, NC 28119 Telephone: (704) 851-9321 Facsimile: (704) 851-9363	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
66.	Verizon 1095 Avenue of the Americas, 36th Floor New York, NY 10036 Telephone: (212) 395-2121 Facsimile: (212) 741-5900	Telephone	Multiple Contracts: Telephone n/a; Payphone 12/31/2005	
67.	Verizon 2510 Riva Road, Floor 4th Annapolis, MD 21401 Telephone: (410) 265-3254 Telephone: (800) 275-2355 Telephone: (800) 624-8286	Telephone (Local & Payphones)	Local – n/a Payphones – 12/31/05	
68.	Verizon Wireless P.O. Box 660108 Dallas, TX 75266-0108 Telephone: (864) 987-2000	Telephone (Cellular Mobile)	n/a	
69.	Waste Management 108 N.W. Hill Avenue Fort Walton Beach, FL 32548 Telephone: (800) 862-7141 Facsimile: (866) 281.9229	Waste	n/a	
70.	Waste Management of Atlanta 1571 Burke Drive Lake City, GA 30260 Telephone: (404) 794-6707 Facsimile: (404) 898-9219	Waste	n/a	
71.	Waste Management of Cheraw P.O. Box 1387 Cheraw, SC 29520-1387 Telephone: (843) 537-4141 Telephone: (866) 962-2287 ext. 7423 Facsimile: (866) 281-9229	Waste	n/a	
72.	Waste Management of Hampton Roads 3016 Yadkin Road Chesapeake, VA 23323 Telephone: (800) 877-7531 Facsimile: (757) 485-4617	Waste	n/a	
73.	Waste Management of South Carolina 390 Innovation Way Wellford, SC 29385-8900 Telephone: (864) 949-2600 Facsimile: (864) 949-2606	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
74.	Water Collections Anson County Courthouse Wadesboro, NC 28170 Telephone: (704) 694-2018 Facsimile: (704) 694-6036	Water	n/a	
75.	Western Carolina Regional Sewer Authority 561 Mauldin Road Greenville, SC 29607 Telephone: (864) 299-4036 Facsimile: (864) 277-5852	Waste	n/a	

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION**

In re:)	Chapter 11
)	
DAN RIVER INC., <i>et al.</i>,)	Case Nos. 04-__ through 04-__
)	Jointly Administered
Debtors.)	
)	Judge Drake
)	

**ORDER (A) DEEMING UTILITIES ADEQUATELY ASSURED
OF PAYMENT, (B) PROHIBITING UTILITIES FROM ALTERING,
REFUSING, OR DISCONTINUING SERVICES, AND (C) ESTABLISHING
PROCEDURES FOR RESOLVING REQUESTS FOR ADDITIONAL ASSURANCE**

This matter is before the Court on the motion Dan River Inc. and its debtor affiliates (collectively, the “Debtors”) for entry of an order resolving issues relating to adequate assurance of payment to utilities under Section 366 of the Bankruptcy Code (the “Motion”).

The Court has considered the Motion, the Declaration of Barry Shea in Support of First-Day Applications and Motions, and the matters reflected in the record of the hearing held on the Motion. It appears that the Court has jurisdiction over this proceeding; that this is a core proceeding; that notice of the Motion has been given to the Office of the United States Trustee, counsel for the Debtors’ pre-petition secured lenders, the indenture trustee for the Debtors’ senior note holders, counsel to the Agent for the Debtors’ proposed debtor-in-possession lenders, and the Debtors’ thirty largest unsecured creditors on a consolidated basis, and the Utility Companies; that no further notice is necessary; that the relief sought in the motion is in the best interests of the Debtors, their estates, and their creditors; and that good and sufficient cause exists for such relief.

Accordingly, it is hereby ORDERED as follows:

1. The Motion is GRANTED.

2. The Debtors are directed to pay on a timely basis, in accordance with their pre-petition practices, all undisputed invoices in respect of post-petition utility services rendered by the Utility Companies to the Debtors.

3. Absent any further order of this Court, utility companies providing services to the Debtors, including but not limited to the Utility Companies listed on Exhibit A attached hereto, (i) are deemed adequately assured of payment for post-petition services under Section 366 of the Bankruptcy Code; (ii) shall not alter, refuse, or discontinue service to, or discriminate against, the Debtors, solely on the basis of the commencement of these bankruptcy cases or on account of any unpaid invoice for service provided prior to the Petition Date; and (iii) shall not require the payment of a deposit or other security in connection or draw down on an existing letter of credit with the Utility Company's continued provision of utility services, including but not limited to the furnishing of telephone, electric, gas, water, sewer, waste management, or services of like kind, to the Debtors.

4. The Debtors shall serve a copy of this Order on the Utility Companies at the addresses listed on Exhibit A attached hereto by first-class mail within three business days of the entry of this Order.

5. This Order is without prejudice to the rights of any Utility Company to make a written request (a "Request") to James A. Pardo, Jr., King & Spalding LLP, 191 Peachtree Street, Atlanta, Georgia 30303, for additional adequate assurance in the form of a deposit or other security from the Debtors, within twenty days of the date hereof (the "Request Deadline"), provided that any Request must set forth the location for which utility services are provided.

6. Any Utility Company that fails to submit a timely Request in compliance with the preceding paragraph shall be deemed adequately assured of payment for postpetition services

under Section 366 of the Bankruptcy Code without the provision of a deposit or other security from the Debtors.

7. If a Utility Company makes a timely Request that the Debtors believe is reasonable, the Debtors shall be entitled to comply with such Request without further order of this Court.

8. If a Utility Company makes a timely Request that the Debtors believe is unreasonable, and no consensual resolution of the Request is reached within sixty days after the Debtors received such Request, the Debtors shall file a motion for determination of adequate assurance of payment (“Motion for Determination”) with respect to such Request. The Debtors shall seek a hearing on a Motion for Determination within twenty days after the filing of the Motion for Determination, unless another hearing date is agreed to by the parties or ordered by the Court (the “Determination Hearing”).

9. If a Determination Hearing is scheduled in accordance with the preceding paragraph, the Utility Company involved shall be deemed to be adequately assured of payment under Section 366 of the Bankruptcy Code until an order of this Court is entered in connection with such Determination Hearing.

10. If any Utility Company is not listed on Exhibit A attached hereto but is subsequently identified by the Debtors, such Utility Company shall be served with a copy of this Order and be afforded twenty days from the date of service to request additional adequate assurance from the Debtors. Any such Utility Company failing to make a request in compliance with paragraph 5 of this Order within such twenty day period shall be deemed adequately assured of payment for post-petition services under Section 366 of the Bankruptcy Code without the provision of a deposit or other security from the Debtors.

11. Substantially contemporaneously with the service of the notice and Order on an additional Utility Company as described in the preceding paragraph, the Debtors shall file with the Court a supplement to Exhibit A to this Order adding the name of the Utility Company so served, and this Order will be deemed to apply to such Utility Company from the date of such service, subject to a later order of the Court on a Motion for Determination.

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

SO ORDERED.

At Atlanta, Georgia this ____ day of _____, 2004.

W. HOMER DRAKE, JR.
UNITED STATES BANKRUPTCY JUDGE

Prepared and Presented by:

KING & SPALDING LLP

/s/ James A. Pardo, Jr.
James A. Pardo, Jr.
Georgia Bar No. 561206
Sarah Robinson Borders
Georgia Bar No. 610649
191 Peachtree Street
Atlanta, Georgia 30303-1763
(404) 572-4600
Fax: (404) 572-5149

Attorneys for the Debtors

EXHIBIT A

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
1.	AEP (APCO) P.O. Box 24401 Canton, OH 44701-4401 Telephone: (276) 627-1248 Telephone: (800) 710-4237	Electricity	1/2/2005	
2.	Alltel 201 Matthew St. Mathews, NC 28106 Telephone: (800) 843-9214 Telephone: (800) 847-4220 Facsimile: (704) 845-7446	Telephone (Local)	n/a	
3.	Alltel 615 Thornton Avenue Dalton, GA 30720-8287 Telephone: (800) 501-1776 Facsimile: (706) 279-7717	Telephone (Local)	n/a	
4.	Alltel Wireless PO Box 96019 Charlotte, NC 28296-0019 Telephone: (434) 572-7001	Telephone (Cellular Mobile)	Monthly	
5.	Anson County Water Collections Anson County Courthouse Wadesboro, NC 28170 Telephone: (704) 694-2018 Facsimile: (704) 694-6036	Water	n/a	
6.	AOL P.O. Box 17200 Jacksonville, FL 32245-7200 Telephone: 1-800-392-5180	Data (Mobile)	Monthly	
7.	AT&T P.O. Box 277019 1 Main Street Atlanta, GA 30384-7019 Telephone: 540-427-2800	Data	3/2006	
8.	AT&T 1338 Plantation Rd. Roanoke, VA 24012 Telephone: (540) 427-2800 Telephone: (800) 222-1000 Facsimile: (973) 644-7381	Telephone (Long Distance & Data)	Long Distance – 10/9/04 Data – 09/13/04	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
9.	AT&T One AT&T Way Bedminster, NJ 07921 Telephone: (908) 221-2000 Facsimile: (973) 644-7381	Telephone (Long Distance & Data)	10/9/2004 (long distance); 9/13/2004 (data)	
10.	AT&TWS PO Box 78405 Phoenix, AZ 85062-8405 Telephone: (704) 906-6800 Telephone: (800) 388-3235	Telephone (Cellular Mobile)	12/2004	
11.	Atlanta Gas & Light Co. P.O. Box 4564 Atlanta, GA 30302-4569 Telephone: (800) 252-1613 Facsimile: (803) 643-5049	Gas	n/a	
12.	Banks County Water System P.O. Box 99 Homer, GA 30547 Telephone: (706) 677-2261	Waste Water	n/a	
13.	Bell 110 King Street West 3rd Floor Hamilton, Ontario L9H1W4 Telephone: (800) 668-6878 Facsimile: (888) 318-8660	Telephone (Local)	n/a	
14.	Bell South 1600 Williams St. Suite 2400 Columbia, SC 29201 Telephone: (800) 900-3265 Facsimile: (800) 679-3943	Telephone (Local)	n/a	
15.	Bell South 1155 Peachtree Street, N.E. Atlanta, GA 30309 Telephone: (404) 249-2000 Facsimile: (404) 378-9269	Telephone (Local)	n/a	
16.	Broad River Water Authority 106 Duke Street P.O. Box 37 Spindale, NC 28160-0037 Telephone: (828) 286-0640 Facsimile: (828) 286-3977	Water	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
17.	Browning Ferris Industries Lynchburg District #852 P.O. Box 830132 Baltimore, MD 21283-0132 Telephone: (434) 846-6800 Facsimile: (434) 846-0156	Waste	n/a	
18.	Canadian Waste Services 117 Wentworth Court Brampton, Ontario L6T5L4 Telephone: (904) 595-3330	Solid Waste Dumpster	n/a	
19.	Cingular P.O. Box 17496 Baltimore, MD 21297-1496 Telephone: (866) 246-4857	Telephone (Cellular Mobile)	02/24/2006	
20.	City of Commerce P.O. Box 348 Commerce, GA 30529 Telephone: (706) 335-3164	Water	n/a	
21.	City of Danville Division of Central Collections P.O. Box 3308 Danville, VA 24543-3308 Telephone: (434) 799-5159 Facsimile: (434) 797-8875	Electricity; water; waste	Multiple contracts: n/a * additional financial obligation to begin 8/1/2019	
22.	City of Porterdale 5 Main Street P.O. Box 667 Porterdale, GA 30070-0667 Telephone: (770) 780-2217 Facsimile: (770) 786-5171	Water; waste	n/a	
23.	City of Portsmouth, VA 801 Crawford Street Portsmouth, VA 23704 Telephone: (757) 292-8524	Water	n/a	
24.	City of Sevierville P.O. Box 5500 Sevierville, TN 37864-5500 Telephone: (865) 453-5504 Facsimile: (865) 453-5504	Waste	n/a	
25.	Columbia Gas of Virginia P.O. Box 35674 Richmond, VA 23235 Telephone: (804) 768-6407 Facsimile: (804) 768-5913	Gas	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
26.	Destin Water Users, Inc. P.O. Box 308 Destin, FL 32540-0308 Telephone: (850) 837-6146	Water	n/a	
27.	Dominion Virginia Power Dominion Corporate Offices 701 E. Cary Street One James River Plaza Richmond, VA 23219-3927 Telephone: (252) 308-1077 : Telephone: (888) 667-3000 Facsimile: (804) 819-2232	Electricity	9/25/2005	
28.	Duke Power P.O. Box 1090 Charlotte, NC 28201-1090 Telephone: (864) 439-5983 Telephone: (800) 653-5307 Facsimile: (704) 594-0035	Electricity	Multiple contracts: n/a, 6/21/2004	\$91,450 Letter of Credit
29.	Earthlink P.O. Box 530530 Atlanta, GA 30353-0530	Data (Mobile)	Monthly	
30.	Enbridge 500 Consumers Rd. North York, Ontario M2J1P8 Telephone: (416) 492-5000 Facsimile: (888) 711-1211	Gas	n/a	
31.	Enersource 3240 Mavis Rd. Mississauga, Ontario L5C3K1 Telephone: (905) 273-7425 Facsimile: (905) 566-2737	Electricity	n/a	
32.	First Piedmont Corp. P.O. Drawer 1069 Chatham, VA 24531 Telephone: (434) 432-0211 Facsimile: (434) 432-0278	Waste	5/31/2005	
33.	Fort Valley Utility Commission P.O. Box 1529 500 Anthoine Street Fort Valley, GA 31030 Telephone: (478) 825-7701 Facsimile: (478) 825-7704	Electricity, Gas, Water	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
34.	GDS, Inc. P.O. Box 215 Forest City, NC 28043 Telephone: (800) 626-1420 Facsimile: (704) 480-9777	Waste	n/a	
35.	Georgia Power 1130 Green Street Conyers, GA 30012 Telephone: (770) 801-5992 Telephone: (770) 216-1306 Facsimile: (678) 623-7360	Electricity	Multiple contracts: n/a, 2/26/2004, 11/2/2006	
36.	Greenville Water System P.O. Box 687 Greenville, SC 29602-0687 Telephone: (864) 241-6155 Facsimile: (864) 241-6035	Water	n/a	
37.	Gulf Power Company 140 Hollywood Blvd. S. W. Fort Walton Beach, Florida 32548 Telephone: (800) 225-5797	Electricity	n/a	\$1,040
38.	Hampton Roads Sewer Dept. P.O. Box 1651 Norfolk, VA 23501-1651 Telephone: (757) 877-2019 Facsimile: (757) 460-2058	Waste	n/a	
39.	Kallam Oil & Gas Co., Inc. 201 S. Dalton Street Madison, NC 27025 Telephone: (336) 548-9653 Facsimile: (336) 548-4992	Gas	n/a	
40.	MCI 22001 Loudoun County Parkway Ashburn, Virginia 20147 Telephone: (800)-695-4405 Facsimile: (800) 825 4525	Data Transmission Services	12/3/2006	
41.	MCI 5238 Valleypointe Parkway Suite C5 Roanoke, VA 24019 Telephone: (800) 289-1929 Telephone: (800) 581-5337 Telephone: (800) 848-8980 Facsimile: (540) 561 5523	Telephone (Data)	12/3/06	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
42.	Newton County Board of Commissioners 1113 Usher Street Covington, GA 30014 Telephone: (770) 784-2000 Facsimile: (770) 784-2007	Waste	n/a	
43.	Newton County Water & Sewer Authority 11325 Brown Bridge Road P.O. Box 1137 Covington, GA 30015 Telephone: (770) 787-1375 Facsimile: (770) 786-4536	Waste	n/a	
44.	North State P.O. Box 2326 High Point, NC 27261-2326 Telephone: (336) 886-3602 Facsimile: (336) 886-5114	Telephone (Local)	n/a	
45.	Piedmont Gas Co. 201 W. McBee Avenue Greenville, SC 29601 Telephone: (800) 752-7504 Facsimile: (864) 242-5824	Gas	n/a	
46.	Pincelli & Associates, Inc. P.O. Box 1055 Hixson, TN 37343-1055 Telephone: (423) 842-1396 Facsimile: (423) 842-0221	Waste	n/a	
47.	Progress Energy 805 N. Pinehurst Street Aberdeen, NC 28315 Telephone: (866) 768-6049 Facsimile: (919) 546-2920	Electricity	n/a	
48.	PSNC Energy P.O. Box 100256 Columbia, SC 29202-3256 Telephone: (877) 776-2427 Facsimile: (704) 810-3122	Gas	n/a	
49.	Rutherford County Solid Waste P.O. Box 1957 Rutherfordton, NC 28139-1957 Telephone: (828) 287-6125 Facsimile: (828) 287-6312	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
50.	SCANA Energy Marketing, Inc. P.O. Box 751684 Charlotte, NC 28725 Telephone: (704) 834-6686 Facsimile: (704) 834-6688	Gas	n/a	\$775,000 Letter of Credit
51.	SCANA Sales & Service 3340 Peachtree Road, N.E. Suite 750 Atlanta, GA 30326 Telephone: (404) 760-6204 Facsimile: (404) 760-6263	Gas	n/a	
52.	Sevier County Electric System P.O. Box 4870 315 E. Main Street Sevierville, TN 37864 Telephone: (865) 453-2887 Telephone: (865) 983-4065 Facsimile: (865) 428-2159	Electricity	12/19/2006	
53.	Sevier County Utility District P.O. Box 4398 420 Robert Henderson Road Sevierville, TN 37864-4398 Telephone: (865) 453-3272 Facsimile: (865) 774-1662	Gas	n/a	
54.	Sevierville Water Systems 116 Church Street Sevierville, TN 37862 Telephone: (865) 453-5522 Facsimile: (865) 429 -0564	Water	n/a	
55.	South Carolina Electric & Gas (SCE & G) Columbia, SC 29218 Telephone: (800) 251-7234 Facsimile: (803) 217-7931	Electricity	n/a	
56.	Southern Soil Builders 958 Hoots Road Roaring River, NC 28669 Telephone: (336) 957-8909 Facsimile: (336) 957-8940	Waste	n/a	
57.	Southland Waste Systems 2201 Trade Drive Macon, GA 31217 Telephone: (478) 746-7230 Facsimile: (478) 746-6972	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
58.	Southwestern Bell P.O. Box 650661 Dallas, TX 75265-0661 Telephone: (800) 750-2355 Telephone: (800) 750-2355 Facsimile: (916) 977-3522	Telephone (Local)	n/a	
59.	Sprint 1710 E. Parham Rd. Richmond, VA 23228 Telephone: (804) 261-9388 Telephone: (800) 304-7628 Telephone: (800) 901-9675 Facsimile: (804) 261 9356	Telephone (Local & Data)	Local - n/a Data – 8/13/06	
60.	Sprint 6200 Sprint Parkway Overland Park, KS 66251 Telephone: (800) 829-0965 Facsimile: (913) 523 0054 (Local Account)	Telephone (Local & Data)	n/a	
61.	Sprint P.O. Box 30723 Tampa, FL 33630-3723 Telephone: (800)786-6272 Facsimile: (252) 823 3727	Telephone (Local & Data)	n/a	
62.	Taas P.O. Box 2325 Acworth, GA 30102 Telephone: (770) 966-7119	Electricity	n/a	
63.	Tennessee Valley Authority 400 W. Summit Hill Drive Knoxville, TN 37902-1499 Facsimile: (865) 673-2210	Electricity	12/19/2006	
64.	Town of Brookneal P.O. Box 450 Brookneal, VA 24528 Telephone: (434) 799-5159 Facsimile: (434) 376-5698	Water	n/a	
65.	Town of Morven P.O. Box 295 Morven, NC 28119 Telephone: (704) 851-9321 Facsimile: (704) 851-9363	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
66.	Verizon 1095 Avenue of the Americas, 36th Floor New York, NY 10036 Telephone: (212) 395-2121 Facsimile: (212) 741-5900	Telephone	Multiple Contracts: Telephone n/a; Payphone 12/31/2005	
67.	Verizon 2510 Riva Road, Floor 4th Annapolis, MD 21401 Telephone: (410) 265-3254 Telephone: (800) 275-2355 Telephone: (800) 624-8286	Telephone (Local & Payphones)	Local – n/a Payphones – 12/31/05	
68.	Verizon Wireless P.O. Box 660108 Dallas, TX 75266-0108 Telephone: (864) 987-2000	Telephone (Cellular Mobile)	n/a	
69.	Waste Management 108 N.W. Hill Avenue Fort Walton Beach, FL 32548 Telephone: (800) 862-7141 Facsimile: (866) 281.9229	Waste	n/a	
70.	Waste Management of Atlanta 1571 Burke Drive Lake City, GA 30260 Telephone: (404) 794-6707 Facsimile: (404) 898-9219	Waste	n/a	
71.	Waste Management of Cheraw P.O. Box 1387 Cheraw, SC 29520-1387 Telephone: (843) 537-4141 Telephone: (866) 962-2287 ext. 7423 Facsimile: (866) 281-9229	Waste	n/a	
72.	Waste Management of Hampton Roads 3016 Yadkin Road Chesapeake, VA 23323 Telephone: (800) 877-7531 Facsimile: (757) 485-4617	Waste	n/a	
73.	Waste Management of South Carolina 390 Innovation Way Wellford, SC 29385-8900 Telephone: (864) 949-2600 Facsimile: (864) 949-2606	Waste	n/a	

NO.	UTILITY PROVIDER	UTILITY PROVIDED	CONTRACT EXPIRATION	DEPOSIT
74.	Water Collections Anson County Courthouse Wadesboro, NC 28170 Telephone: (704) 694-2018 Facsimile: (704) 694-6036	Water	n/a	
75.	Western Carolina Regional Sewer Authority 561 Mauldin Road Greenville, SC 29607 Telephone: (864) 299-4036 Facsimile: (864) 277-5852	Waste	n/a	