

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF KANSAS**

In re:)	In Proceedings Under Chapter 11
)	
GATEWAY ETHANOL, L.L.C.)	Case No. 08-22579-DLS
)	
Debtor.)	

**MOTION TO LIMIT NOTICE OF MOTION FOR ORDER PURSUANT TO 11 U.S.C. §§
105(a), 363 AND 365 (1) APPROVING AUCTION AND BID PROCEDURES; (2)
APPROVING REIMBURSEMENT EXPENSE; (3) APPROVING FORM AND MANNER
OF NOTICE; (4) AUTHORIZING SALE OF ASSETS FREE AND CLEAR OF LIENS,
CLAIMS AND ENCUMBRANCES, SUBJECT TO
HIGHER OR BETTER OFFERS;
AND (5) APPROVING ASSUMPTION AND ASSIGNMENT OF CERTAIN
EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

COMES NOW, Gateway Ethanol, L.L.C., debtor and debtor in possession, by and through its undersigned attorneys, pursuant to Fed. R. Bankr. P. 2002(a)(2) and 6004, and 11 U.S.C. §§ 105(a) and 363, and for their Motion to Limit Notice of Motion for Order Pursuant to 11 U.S.C. §§ 105(a), 363 and 365 (1) Approving Auction and Bid Procedures; (2) Approving Reimbursement Expense; (3) Approving Form and Manner of Notice; (4) Authorizing Sale of Assets Free and Clear of Liens, Claims and Encumbrances, Subject to Higher or Better Offers; and (5) Approving Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, respectfully state as follows:

Jurisdiction and Venue

1. On October 5, 2008 (the “Petition Date”), Gateway Ethanol, L.L.C. (“Gateway” or “Debtor”) filed a voluntary petition under Chapter 11 of Title 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101–1532, as amended (the “Bankruptcy Code”). Debtor continues to operate its business and manage its properties as a debtor in possession pursuant to Bankruptcy Code §§ 1107(a) and 1108.

2. No trustee or examiner has been appointed in this case. An official committee of unsecured creditors has not yet been appointed in this proceeding.

3. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

Relief Requested

4. Contemporarily with the filing of this Motion, Gateway filed its Motion for Order Pursuant to 11 U.S.C. §§ 105(a), 363 and 365 (1) Approving Auction and Bid Procedures; (2) Approving Reimbursement Expense; (3) Approving Form and Manner of Notice; (4) Authorizing Sale of Assets Free and Clear of Liens, Claims and Encumbrances, Subject to Higher or Better Offers; and (5) Approving Assumption and Assignment of Certain Executory Contracts and Unexpired Leases (the “Sale Motion”). Pursuant to the Sale Motion, Gateway is seeking court approval of certain auction, bid and sale procedures (“Procedures”), and sale of all of Gateway’s right, title and interest in substantially all of the assets owned by Gateway to a stalking horse purchaser pursuant to the terms of an asset purchase agreement, subject to higher and better offers pursuant to the Procedures.

5. In order to preserve assets of Debtor’s estate, Debtor requests that the Court enter an order, pursuant to Fed. R. Bankr. P. 2002(a)(2) and 6004, limiting notice of the Sale Motion to (a) the Office of the United States Trustee; (b) the secured and unsecured creditors of Debtor consisting of Dougherty Funding, LLC, Noble Americas Corp and Lurgi PSI, Inc.; (c) the 20 largest unsecured creditors; (d) Debtor’s post-petition lender; (e) the Internal Revenue Service; (f) the Kansas Department of Revenue; and (g) all parties that have requested notice of pleadings in Debtor’s Chapter 11 case (“Notice Parties”).

6. Over 375 parties appear on Debtor's creditor matrix, such that providing a copy of the voluminous Sale Motion and its exhibits to all creditors, as required by Fed. R. Bankr. P. 2002(a)(2) and 6004, would be costly and burdensome to Debtor's estate.

7. Once the Procedures have been established by order of the Court at a hearing to be held on October 28, 2008, a finalized copy of the Sale Notice attached to the Sale Motion as Exhibit D, will be mailed to all creditors and notice by publication will be made in the *Wall Street Journal- National Edition*. No creditor will be prejudiced by limiting notice of the initial hearing on the Sale Motion at this time.

WHEREFORE, Debtor respectfully requests that the Court enter an order limiting notice of the Sale Motion to (a) the Office of the United States Trustee; (b) the secured and unsecured creditors of Debtor consisting of Dougherty Funding, LLC, Noble Americas Corp. and Lurgi PSI, Inc.; (c) the 20 largest unsecured creditors; (d) Debtor's post-petition lender; (e) the Internal Revenue Service; (f) the Kansas Department of Revenue; and (g) all parties that have requested notice of pleadings in Debtor's Chapter 11 case, and provide such other and further relief as the Court may deem just and proper.

Dated: October 24, 2008.

Respectfully submitted,

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