

U. S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
ENTERED
TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

Ordered
5/5/04

[Handwritten Signature]

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:

CEI ROOFING, INC., et al.

Debtors

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**CASE NO. 04- 35113-hdh-11
(Jointly Administered)**

**ORDER GRANTING EMERGENCY MOTION OF DEBTORS FOR AN ORDER
PURSUANT TO SECTIONS 105(a) AND 363(b) OF THE BANKRUPTCY CODE (I)
AUTHORIZING THE PAYMENT OF EMPLOYEE OBLIGATIONS AND (II)
AUTHORIZING FINANCIAL INSTITUTIONS TO HONOR AND PROCESS
CHECKS AND TRANSFERS RELATED TO SUCH OBLIGATIONS**

Upon the Emergency Motion of Debtors for a Order Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code (I) Authorizing the Payment of Employee Obligations and (II) Authorizing Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations (the "Motion"), filed by the above-captioned debtors and debtors in possession, CEI Roofing, Inc. and its affiliated debtors (collectively, the "Debtors"), and the Court having

jurisdiction to consider the Motion, having heard the evidence and statements of counsel regarding the Motion, and finding that no further notice is needed, it is therefore:

ORDERED, that the Motion is GRANTED; and it is further

ORDERED, that the Debtors are authorized but not directed to pay the Employee Payroll Obligations in accordance with the Debtors' stated policies, in the sole discretion of the Debtors, in the exercise of their business judgment; and it is further

ORDERED, that the Debtors are authorized but not directed to maintain all other Benefit Programs, including the following policies, in their sole discretion, and in the exercise of their business judgment: Health Benefit Plans; Retirement Benefit Obligations; reimbursement of Expenses; Employee Paid Time-Off Obligations; Workers' Compensation, and all other Benefit Programs; and it is further

ORDERED, that the Debtors' banks are authorized to honor checks drawn on or requests for transfer of funds in the ordinary course for the purposes of clearing the obligations owed to the Debtors' Employees as set forth in the Motion; and it is further

ORDERED, that this Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order; 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 all time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a); and it is further

ORDERED, that this Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

END OF ORDER

Submitted By:

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