IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

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|---|---|---|
| In re: | ) | Chapter 11 |
| | ) | |
| Kiel Bros. Oil Company, Inc., and | ) | Case No. 04-11121-BHL-11 |
| KP Oil, Inc. | ) | Case No. 04-11167-FJO-11 |
| | ) | |
| Debtors. | ) | Jointly Administered under |
| | ) | Case No. 04-11121-BHL-11[1] |

**PROPOSED AGENDA OF MATTERS SCHEDULED FOR**
**HEARING ON JUNE 8, 2005 AT 2:00 P.M. E.D.T. (1:00 P.M. INDIANAPOLIS TIME)**

The above captioned debtors and debtors-in-possession (collectively, the "Debtors") submit this proposed agenda for the hearing scheduled for June 8, 2005 at 2:00 p.m. EDT (1:00 p.m. Indianapolis Time) (the "Hearing") Room 310, 46 E. Ohio Street, Indianapolis, Indiana. Debtors anticipate that the matters before the Court for this Hearing will take approximately one (1) hour.

## I. DIAL IN INFORMATION

The dial-in telephone number for interested parties to participate in the Hearing by conference call is 1-877-213-2541; passcode 6876818, followed by the pound ("#") key.

[1] On June 15, 2004, the Court entered an Order Granting Motion for Joint Administration of Kiel Bros. Oil Company, Inc. ("Kiel Bros.") (Case No. 04-92128-BHL-11) and KP Oil, Inc. ("KP") (Case No. 04-92129-BHL-11) under Case No. 04-92128-BHL-11. The Kiel Bros. and KP bankruptcy cases (the "Cases") were filed in the New Albany Division of the United States Bankruptcy Court for the Southern District of Indiana. On June 17, 2004, by order of the Court, the Cases were transferred to the Indianapolis Division. Kiel Bros. has been assigned a new case number of 04-11121-BHL-11 and KP has been assigned a new case number of 04-11167-FJO-11 and the Cases are jointly administered under 04-11121-BHL-11.

## II. UNCONTESTED MATTERS

**1**. [Dwayne Gray] Motion for Order Fixing Time within which Debtor may Assume Final Payment Based on the Evidence (Docket #1026)

*Response Deadline:* *Objections Due 6/7/05*

*Responses Received:* *None to date*

*Additional Document(s):* *Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Duplicate Motion filed see Docket #1113*

*Status:* *Claim below deductible amount, to be treated as all other claims*

**2**. [Richmond Master Distributors, Inc.] Application for Administrative Expenses (Docket #1027)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *Objection filed by Kiel on 6/2/05 (Docket #1137)*

*Additional Document(s):* *Certificate of Service filed by Samuel Hodson re: Richmond Master Distributors, Inc. (docket #1035)*

*Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Status:* *Going forward as a pre-hearing on June 8*

**3.** [Liberty Mutual] Application for Administrative Expenses and Amended Application for Administrative Expenses (Docket # 1028/1031)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *By agreement, objection time extended to accommodate claim reconciliation process.*

*Additional Document(s):* *Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Status:* *Parties working on claim reconciliation and anticipate tender of an agreed order.*

**4.** [Fidelity & Deposit] Application for Administrative Expenses (Docket #1029)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *Conditional Objection to Application for Allowance of Contingent Administrative Claim and Motion for Extension of Time to Amend filed by Kiel on June 3 (docket #1139)*

*Additional Document(s):* *Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Status:* *Going forward on June 8*

**5.** [ Kiel] Application for Compensation for James P. Moloy, and Dann Pecar Newman & Kleiman, P.C. (Docket #1091)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *None to date*

*Additional Document(s):* *Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1100)*

*Amended Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1112)*

*Status:* *Going forward on June 8*

**6.** [Creditor Committee] Application for Compensation for Mesirow Financial Consulting LLC (Docket #977)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *None to date*

*Additional Document(s):* *Certificate of Service filed by Ben T. Caughey (docket #991)*

*Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Status:* *Going forward on June 8*

7. [Kiel] Motion to Compromise and Settle between Debtors and Bart W. Bunn (Docket # 1096)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *None to date*

*Additional Document(s):* *Notice of Hearing to be held on June 8, 2005 at 1:00 p.m. Room 310 US Courthouse (Docket #1117)*

*Status:* *Going forward on June 8*

**8.** [Kiel] Motion for Compensation for fees of James E. Carlberg of Bose McKinney & Evans, LLP as mediator of Settlement Negotiations through May, 2005 (Docket #1119 & #1120)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *None to date*

*Additional Document(s):* *Notice of Hearing to be held on 6/8/05 at 1:00 p.m. Room 310 US Courthouse (Docket #1133)*

*Status:* *Going forward on June 8*

## III. CONTESTED MATTERS

**9**. [334 C-Center LLC] Application for Administrative Expense as Other Professional filed by Attorney Heidi K. Hughes (Docket #724)

*Response Deadline:* *Objections due 1/27/05 (docket # 751)*

*Responses Received:* *Objection filed by Kiel Bros Company on 1/4/05*

*Additional Document(s):* *Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1090)*

*Status:* *Going forward on June 8*

**10.** [The Farmers Bank] Application for Allowance and Request for Payment of Administrative Claim (Docket # 943)

*Response Deadline:* *Objections due 6/7/05*

*Responses Received:* *Objection to Motion filed by Kiel Bros. Oil Company (docket #1064)*

*Additional Document(s):* *Notice of Submission of Statement of the Official Committee of Unsecured Creditors in Support of the Debtors' Objection to Farmers Bank's Application for Allowance and Request for Payment of Administrative Claim (docket #1066)*

*Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Status:* *Going forward on June 8*

## IV. CONTINUED MATTERS

**11.** [Marathon Ashland Petroleum] Motion for Relief from Automatic Stay to Exercise Setoff and Recoupment Rights (Docket # 901)

*Response Deadline:* *Objections due 3/17/05*

*Responses Received:* *Objection filed on 3/17/05 on behalf of Kiel Bros. Oil (docket #940)*

*Additional Document(s):* *Notice of Hearing 4/6/05 with objections due 3/17/05 (docket #912)*

*Minute Entry continued hearing to 4/25 (docket #1004)*

*Minute Entry continued hearing/objection filed (docket #1048)*

*Minute Entry continued hearing to 6/9/05 (docket #1072)*

*Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Status:* *Matter resolved and claim treatment to be addressed in a plan of liquidation. MAP to withdraw motion without prejudice.*

**12.** [Kiel] Application for Compensation and Expenses re: Plews Shadley (Docket #1016)

*Response Deadline:* *Notice issued for objection deadline of 5/3/05*

*Responses Received:* *None to date*

*Additional Document(s):* *Notice of Hearing for 5/4/05 @2:30 p.m. Roon, 310, US Courthouse, Indianapolis (docket #1023)*

*Notice of Hearing for 6/9/05 @ 9:30 a.m. Room 310, US Courthouse, Indianapolis (docket #1059)*

*Notice of Hearing Rescheduled for 6/8/05 at 1:00 p.m., Room 310 US Courthouse, Indianapolis (docket #1079)*

*Status:* *If objections timely filed, set for Hearing on June 8, 2005*

## V. UNDER ADVISEMENT

None

## VI. NEXT SCHEDULED HEARING

The dial-in telephone number for interested parties to participate in the telephonic hearing scheduled for July 7, 2005 at 10:30 a.m. EDT (9:00 a.m. Indianapolis Time) (Room 310, 46 E. Ohio Street, Indianapolis, Indiana) by conference call is 1-877-213-2541; passcode 9403230, followed by the pound ("#") key.

Respectfully submitted,

BAKER & DANIELS

By: /s/ Jay Jaffe
Attorneys for the Debtors

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that the foregoing was served this 6th day of June, 2005, by electronic mail transmission on the following:

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|---|---|
| U.S. Bankruptcy Court<br>116 U.S. Courthouse<br>46 E. Ohio Street<br>Indianapolis, IN 46204<br>*Fax: 317-229-3801*<br>*rhonda_andis@insb.uscourts.gov* | U.S. Bankruptcy Court<br>110 U.S. Courthouse<br>121 W Spring St<br>New Albany, IN 47150<br>*Fax: 812-542-4541*<br>*kristen_goss@insb.uscourts.gov* |
| | |
| Office Of The U.S. Trustee<br>Nancy J. Gargula<br>Joe McGonigal<br>101 W Ohio St, Ste 1000<br>Indianapolis, IN 46204<br>*nancy.gargula@usdoj.gov*<br>*joe.mcgonigal@usdoj.gov* | David E. Roll<br>Chief Financial Officer, Secy. and Treasurer<br>Kiel Bros. Oil Company, Inc.<br>3801 Tupelo Drive<br>Columbus, IN 47201<br>*droll@kielbros.com* |
| | |
| *(Counsel For Unsecured Creditors' Cmte.)*<br>Otterbourg Steindler Houston & Rosen, PC<br>Scott L. Hazan<br>Thomas A. Pitta<br>230 Park Avenue | *(Counsel For Unsecured Creditors' Cmte.)*<br>Ice Miller<br>Jeffrey A. Hokanson<br>One American Square, Box 82001<br>Indianapolis, IN 46282-0002 |

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|---|---|
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| | |
| *(Counsel for National City Bank)*<br>Hopper Blackwell Ramsey & Buchmeier, PC<br>George W. Hopper<br>Jason R. Burke<br>Bank One Center/Circle<br>111 Monument Circle, Suite 452<br>Indianapolis, IN 46204-5170<br>*ghopper@hopperblackwell.com*<br>*jburke@hopperblackwell.com* | *(Counsel for Shareholders)*<br>Hostetler & Kowalik, P.C.<br>Gary L. Hostetler<br>101 West Ohio Street, Suite 2100<br>Indianapolis, IN 46204<br>*glh@hostetler-kowalik.com* |
| | |
| Bankruptcy Management Corporation<br>Varouj Bakhshian<br>Alison Keeny<br>1330 E Franklin Ave<br>El Segundo, CA 90245<br>*vbakhshian@bmccorp.net*<br>*akeeny@bmccorp.net* | *(Asset Sale Advisors)*<br>MarketplaceAdvisors<br>Gregg R. Budoi, Vice President<br>14354 Frank Lloyd Wright Blvd.<br>Scottsdale, AZ 85260<br>*budoi@trefethenandco.com* |
| | |
| *(Special Counsel for Debtors)*<br>Christopher J. Braun<br>Plews Shadley Racher & Braun<br>1346 North Delaware Street<br>Indianapolis, IN 46202-2415<br>*cbraun@psrb.com* | |

/s/ Jay Jaffe