

receipt of the invoice. Movant shall bill on a two week cycle.

6.Failure of the Debtors to replenish the \$440,000 or such portion that was drawn by Movant, within 10 days after the funds are drawn, will result in loss of utility service without further Order of the Court.

7.The funds in the Movant's segregated account should have a "carve out" from the reach of the dip financier's lien of equal validity to the "carve out" for Debtors' attorneys. Movant's segregated account shall be placed into a bank that is not a post petition or pre petition creditor of Debtors.

8.Movant does not agree or stipulate to have the funds in the Movant's segregated account come back to the Debtors' on the effective date of the plan or at the conclusion of the chapter 11 cases.

9.Movant does not stipulate that the offer of adequate assurance set out in the Motion is sufficient within the meaning of section 366 unless it is consistent with the above.

10.Movant does not stipulate that it will not request additional or different adequate assurance during the course of these chapter 11 cases.

11.Debtors have given Movant \$353,168.37 in returned checks. The total owed Movant through December 1, 2008, including returned checks was \$629,859.48.

WHEREFORE, PREMISES CONSIDERED, Athens-Clarke County prays that upon consideration, this Court modify the adequate assurance proposed in the Motion as requested herein and for all such other and further relief to which Athens-Clarke County may be entitled in law or equity.

Respectfully submitted,

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CERTIFICATE OF SERVICE

This is to certify that the above RESPONSE OF ATHENS-CLARKE COUNTY IN OPPOSITION TO MOTION PURSUANT TO SECTIONS 105(a) AND 366 REGARDING UTILITIES has been served on the parties listed below by ecf on December 29, 2008.

/s/ Molly Bartholow

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