

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:	§	
	§	CASE NO. 15-35615
RAAM GLOBAL ENERGY COMPANY, <i>et al.</i>	§	
	§	(Chapter 11)
	§	
DEBTORS.	§	JOINTLY ADMINISTERED
	§	

**ORDER AUTHORIZING DEBTORS TO EMPLOY
JAMES R. LATIMER, III AND BLACKHILL PARTNERS, LLC AS DEBTORS’
CHIEF RESTRUCTURING OFFICER NUNC PRO TUNC TO THE PETITION DATE**

On December ___, 2015, the Court considered the *Application to Employ James R. Latimer, III and Blackhill Partners, LLC as Debtors’ Chief Restructuring Officer Nunc Pro Tunc to the Petition Date* [Docket No. ___] (the “Application”)¹ and the *Declaration of James R. Latimer, III on Behalf of Blackhill Partners, LLC and Bankruptcy Rule 2014 Disclosure* (the “Declaration”) attached thereto as **Exhibit B**, filed by the above-captioned debtors (the “Debtors”),² the Court finds that: (a) it has jurisdiction over the matters raised in the Application pursuant to 28 U.S.C. § 1334(b); (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) the relief requested in the Application is in the best interests of the Debtors and their respective estates, creditors, and equity security holders; (d) proper and adequate notice of the Application and hearing thereon has been given and that no other or further notice is necessary; and (e) good and sufficient cause exists for the granting of the relief requested in the Application after having given due deliberation upon the Application and all of the proceedings before the Court in connection therewith. Based upon the Declaration and the representations of counsel at

¹ Capitalized terms not defined herein shall have the meaning given to them in the Application.

² The Debtors are RAAM Global Energy Company [2973], Century Exploration New Orleans, LLC [4948], Century Exploration Houston, LLC [9624], and Century Exploration Resources, LLC [7252].

the hearing on the Application, the Court further finds that the CRO holds or represents no interests adverse to the Debtors or their estates, that it is disinterested, and that its employment is in the best interests of the Debtors' estates. Therefore, it is hereby

ORDERED that, pursuant to Bankruptcy Code § 328, the Debtors are authorized to employ and retain the CRO as of the Petition Date on the terms set forth in this Order and in the Application. It is further

ORDERED that the CRO is authorized to perform any and all services for the Debtors that are necessary or appropriate in connection with the Cases. It is further

ORDERED that, notwithstanding anything to the contrary in the Engagement Letter, the CRO shall be compensated in accordance with the procedures set forth in the Bankruptcy Code, any applicable Bankruptcy Rules, the Bankruptcy Local Rules, and any procedures as fixed by further order of this Court. It is further

ORDERED that notwithstanding any provision in the Engagement Letter or in any oral or written agreement with the Debtors to the contrary, the CRO is authorized and empowered to raise any issue with the Court that, in the CRO's discretion, ought to be raised with the Court. This includes, without limitation, any position taken by the CRO that conflicts with any determination made by the Debtors' Board of Directors (the "Board"). It is further

ORDERED that the CRO may terminate any employee who fails to follow the CRO's instructions. It is further

ORDERED that the CRO may give notice to the Board of any matter determined by the Board with which the CRO disagrees. Upon receipt of such notice, the Debtors may not act in accordance with the Board's decision until such matter has been brought to the Court after notice and hearing and the Court has issued a decision. It is further

ORDERED that the Debtors' bankruptcy counsel shall present any disagreement or matter raised by the CRO to the Court for a decision, upon receipt by the Debtors' bankruptcy counsel of a written instruction from the CRO to do so. It is further

ORDERED that the CRO's exercise of authority in accordance with this Order will not constitute a breach of the Engagement Letter and may not serve as a basis for the termination of the CRO. It is further

ORDERED that this Court shall retain jurisdiction to hear and consider all disputes arising out of the interpretation or implementation of this Order.

Dated: December ____, 2015

UNITED STATES BANKRUPTCY JUDGE