

**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
PARKMAN WHALING LLC AS FINANCIAL ADVISORS FOR THE DEBTORS**

On December ___, 2015, the Court considered the *Application to Employ Parkman Whaling LLC as Financial Advisors for the Debtors* [Docket No. ___] (the “Application”) and the *Affidavit of Thomas B. Hensley, Jr. on Behalf of Parkman Whaling LLC and Bankruptcy Rule 2014 and 2016(b) Disclosure* (the “Affidavit”) attached thereto as **Exhibit A**,¹ 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 Affidavit and the representations of counsel at the hearing on the Application, the Court further finds that Parkman Whaling holds or represents no interests adverse to the Debtors or their estates, that it is

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].

disinterested, and that its employment is in the best interests of the Debtors' estates. Therefore, it is hereby

ORDERED that, pursuant to Bankruptcy Code §§ 327(a), 328, and 1007 and Bankruptcy Rule 2014, the Debtors are authorized to employ and retain Parkman Whaling as their financial advisors, effective as of November 13, 2015, pursuant to the terms of the Engagement Letter attached as **Exhibit B** to the Application. It is further

ORDERED that the Debtors may compensate Parkman Whaling in accordance with Bankruptcy Code § 328(a) and the terms of the Engagement Letter. It is further

ORDERED that Parkman Whaling shall not be required to file interim fee applications; however, in the event the Transaction Fee becomes due (a) upon the closing of a Transaction or (b) in the event the Debtors enter into a letter of intent or definitive agreement before the termination of the Engagement Letter or within twelve (12) months after termination of the Engagement Letter, any of which leads to closing a Transaction, Parkman Whaling shall file a final fee application for Court approval. It is further

ORDERED that the Debtors are authorized to pay Parkman Whaling the fixed monthly payments contemplated by the Engagement Letter as they become due in accordance with the terms of the Engagement Letter. It is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: December ___, 2015

UNITED STATES BANKRUPTCY JUDGE