



ENTERED
11/18/2015

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

IN RE: RAAM GLOBAL ENERGY COMPANY, <i>et al.</i> DEBTORS.	§ § § § § § §	CASE NO. 15-35615 (Chapter 11) JOINTLY ADMINISTERED
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**FINAL ORDER GRANTING EMERGENCY MOTION TO (I) APPROVE
MAINTENANCE OF CERTAIN PRE-PETITION BANK ACCOUNTS
AND CASH MANAGEMENT SYSTEM AND (II) CONTINUE USE OF
EXISTING CHECKS AND BUSINESS FORMS**

On November 18, 2015, the Court considered on a final basis the *Emergency Motion to (i) Approve Maintenance of Certain Pre-Petition Bank Accounts and Cash Management System and (ii) Continue Use of Existing Checks and Business Forms* [Docket No. 10] (the “Motion”)¹ filed by the above-referenced debtors and debtors in possession (collectively, the “Debtors”).² The Court finds that (a) it has jurisdiction over the matters raised in the Motion 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 Motion is in the best interests of the Debtors and their respective estates, creditors, and equity security holders, (d) proper and adequate notice of the Motion and hearing thereon has been given and that, except as set forth herein, no other or further notice is necessary, and (e) good and sufficient cause exists for the granting of the relief requested in the Motion after having given due deliberation upon the Motion and all of the proceedings had before the Court in connection with the Motion. Therefore, it is

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

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

ORDERED that, except to the extent provided otherwise in this Order, the Debtors are authorized to (a) maintain and continue to use any or all of their existing bank accounts identified in Exhibit A attached to the Motion (the “Pre-Petition Bank Accounts”) in the names and with the account numbers existing immediately prior to the commencement of the Cases; provided, however, that the Debtors are authorized, but not directed, in coordination with the Office of the United States Trustee for the Southern District of Texas (the “UST”), to close any or all of the Pre-Petition Bank Accounts and open and maintain new debtor in possession accounts (the “Post-Petition Bank Accounts” and, together with the Pre-Petition Bank Accounts, the “Bank Accounts”) in the ordinary course of business in their business judgment to enable the Debtors to comply with the UST Guidelines that the UST does not agree may be waived, modified, or altered by this Order; (b) deposit funds in and withdraw funds from any of the Bank Accounts by all usual means, including, but not limited to, checks, wire transfers, automated clearinghouse transfers, electronic funds transfers, and other debits; and (c) treat their Pre-Petition Bank Accounts (and any Post-Petition Bank Accounts) for all purposes as debtor in possession accounts. It is further

ORDERED that in the event the Debtors open or close any Bank Accounts as authorized herein, the Debtors shall provide notice to the UST, the Principal First Lien Lender, and the official joint committee of unsecured creditors. It is further

ORDERED that, except to the extent provided otherwise in this Order, the Debtors are authorized to continue to maintain and utilize the Cash Management System as described in the Motion. It is further

ORDERED that, except as set forth below, the requirements of Rule 7(B) of the Complex Chapter 11 Guidelines are hereby waived and the Debtors are not required to establish separate accounts for cash collateral, tax payments, or funds attributable to overriding royalties,

working interest owners, and third parties; provided, however, the Debtors shall deposit and maintain all Suspended Funds in segregated debtor in possession Bank Accounts designated for such Suspended Funds. It is further

ORDERED that the Debtors shall continue to maintain records of all transfers within the Cash Management System. It is further

ORDERED that all of the banks at which the Bank Accounts are maintained (each, a “Cash Management Bank” and collectively, the “Cash Management Banks”), are authorized and directed to maintain, service, and administer such accounts, except that (a) the Cash Management Banks shall not be authorized to honor any check issued or dated prior to the Petition Date absent a separate order of this Court, (b) the Cash Management Banks shall not comply with any instructions by any secured creditor of the Debtors absent any order lifting the automatic stay of Bankruptcy Code § 362, and (c) except to the extent provided otherwise herein, nothing in this Order shall in any way alter or impair the Cash Management Banks’ respective rights pursuant to the account agreements in effect with respect to the Bank Accounts, including, without limitation, the Cash Management Banks’ ability to close any of the Bank Accounts pursuant to the terms of such account agreements, but subject (to the extent applicable) to the provisions of the automatic stay of Bankruptcy Code § 362. It is further

ORDERED that, absent a separate order of this Court, the Debtors shall identify for each of the Cash Management Banks all checks drawn on any of the Pre-Petition Bank Accounts outstanding on the Petition Date and instruct the respective Cash Management Bank to dishonor same. Any Cash Management Bank that honors a pre-petition check or other item drawn on the Pre-Petition Bank Account (a) at the direction of the Debtors, (b) in good-faith belief that the Court has authorized such pre-petition check or item to be honored, or (c) as a result of an innocent mistake made despite implementation of reasonable item handling procedures, shall not

be deemed to be liable to the Debtors or their estates or otherwise in violation of this Order; provided, that this paragraph does not address, does not create a defense, and does not create a liability with respect to the post-petition clearing of checks by Capital One Bank as described on the record on this date by Debtor's counsel. It is further

ORDERED that the Debtors are authorized to pay any undisputed, outstanding Bank Fees owed to any Cash Management Banks as of the Petition Date and to continue to pay the Bank Fees on a post-petition basis in the ordinary course of business. It is further

ORDERED that the Debtors are authorized to use their existing check stock and business forms for the Land Accounts only. It is further

ORDERED that, for all Bank Accounts, the Debtors shall maintain signature cards with a "debtor in possession" designation and the above-captioned case number. It is further

ORDERED that the Debtors shall comply with Bankruptcy Code § 345 to the extent, if any, the Bank Accounts do not strictly comply therewith. It is further

ORDERED that, notwithstanding anything to the contrary, the authority granted herein is subject to any requirements and limitations imposed upon the Debtors under any order regarding the use of cash collateral and any approved budget contained therein and that nothing contained herein shall modify, amend, or alter such order or approved budget. It is further

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

Dated: November 18, 2015


UNITED STATES BANKRUPTCY JUDGE

United States Bankruptcy Court
Southern District of TexasIn re:
RAAM Global Energy Company
Century Exploration New Orleans, LLC
DebtorsCase No. 15-35615-mi
Chapter 11**CERTIFICATE OF NOTICE**

District/off: 0541-4

User: mrios
Form ID: pdf002Page 1 of 2
Total Noticed: 13

Date Rcvd: Nov 18, 2015

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Nov 20, 2015.

db +Century Exploration Houston, LLC, 10210 Grogans Mill Road, Suite 300,
The Woodlands, TX 77380-1144

db +Century Exploration Resources, LLC, 10210 Grogans Mill Road, Suite 300,
The Woodlands, TX 77380-1144

db +RAAM Global Energy Company, 1537 Bull Lea Road, Suite 200, Lexington, KY 40511-1200

aty +Keith A. Simon, Latham & Watkins LLP, 885 Third Avenue, NYC, NY 10022-4874

cr +Acock Consulting, L.L.C., c/o Law Offices of Elizabeth G. Smith, 6655 First Park Ten, #240,
San Antonio, TX 78213-4304

cr +Island Operating Company, Inc., Island Operating Company, Inc., 770 S. Post Oak Lane,
Suite 400, Houston, TX 77056-6666, UNITED STATES OF AMERICA

cr +Lakeside Energy Partners Participation Ltd. & Flin, c/o Gray Reed & McGraw,
1300 Post Oak Blvd., Ste. 2000, Houston, TX 77056-8000

cr +State of Louisiana, Department of Natural Resource, 617 North Third Street,
Baton Rouge, LA 70802-5432

cr +Superior Natural Gas Corporation, c/o Wells & Cuellar, P.C., 440 Louisiana, Suite 718,
Attention: D. Brent Wells, Houston, TX 77002-1637

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

db +E-mail/Text: michael.willis@centuryx.com Nov 18 2015 21:35:24
Century Exploration New Orleans, LLC, Three Lakeway Center,
3838 North Causeway Blvd., Suite 2800, Metairie, LA 70002-8319

cr E-mail/Text: houston_bankruptcy@LGBS.com Nov 18 2015 21:37:33 Jasper County,
c/o John P. Dillman, PO BOX 3064, Houston, TX 77253-3064

cr E-mail/Text: houston_bankruptcy@LGBS.com Nov 18 2015 21:37:33 Montgomery County,
c/o John P. Dillman, Post Office Box 3064, Houston, TX 77253-3064

cr E-mail/Text: houston_bankruptcy@LGBS.com Nov 18 2015 21:37:33 Orange County,
c/o John P. Dillman, Post Office Box 3064, Houston, TX 77253-3064

TOTAL: 4

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

cr ACE American Insurance Company

intp Ad Hoc Committee of Senior Secured Noteholders

cr Business Property Lending, Inc./Everbank

cr Highbridge Principal Strategies, LLC

cr Montco Oilfield Contractors

cr Montoc Offshore, Inc.

intp Power Land, LLC

cr Sheldon Independent School District

cr The Official Committee of Unsecured Creditors

cr Westchester Fire Insurance Company

cr Wilmington Trust, National Association

TOTALS: 11, * 0, ## 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.****Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Nov 20, 2015

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on November 18, 2015 at the address(es) listed below:

Annemarie V. Reilly on behalf of Interested Party Ad Hoc Committee of Senior Secured
Noteholders annemarie.reilly@lw.com

Benjamin W Kadden on behalf of Interested Party Power Land, LLC bkadden@lawla.com,
jbriggatt@lawla.com;speck@lawla.com;mnguyen@lawla.com

Bradley Roland Foxman on behalf of Debtor RAAM Global Energy Company bfoxman@velaw.com,
sbarden@velaw.com

Bradley Roland Foxman on behalf of Debtor Century Exploration Houston, LLC bfoxman@velaw.com,
sbarden@velaw.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Bradley Roland Foxman on behalf of Debtor Century Exploration Resources, LLC
bfoxman@velaw.com, sbarden@velaw.com
Bradley Roland Foxman on behalf of Debtor Century Exploration New Orleans, LLC
bfoxman@velaw.com, sbarden@velaw.com
Casey William Doherty, Jr on behalf of Creditor Lakeside Energy Partners Participation Ltd. & Flint Interest II, LLC cdoherty@grayreed.com, aarmstrong@grayreed.com
David A Wender on behalf of Creditor Wilmington Trust, National Association
david.wender@alston.com
Douglas Brent Wells on behalf of Creditor Superior Natural Gas Corporation
bwells@wellscuellar.com
Elizabeth Grace Smith on behalf of Creditor Acock Consulting, L.L.C. beth@egsmithlaw.com, maryann@egsmithlaw.com
Gina D Shearer on behalf of Creditor Westchester Fire Insurance Company gshearer@l-llp.com, tbarrera@l-llp.com
Gina D Shearer on behalf of Creditor ACE American Insurance Company gshearer@l-llp.com, tbarrera@l-llp.com
Harry Allen Perrin on behalf of Debtor Century Exploration Houston, LLC hperrin@velaw.com, cwhitman@velaw.com;rpeters@velaw.com
John P Dillman on behalf of Creditor Jasper County Houston_bankruptcy@publicans.com
John P Dillman on behalf of Creditor Orange County Houston_bankruptcy@publicans.com
John P Dillman on behalf of Creditor Montgomery County Houston_bankruptcy@publicans.com
Kyung Shik Lee on behalf of Creditor Island Operating Company, Inc. klee@diamondmccarthy.com, lsimon@diamondmccarthy.com;kfalgout@islandoperating.com
Nancy Lynne Holley on behalf of U.S. Trustee US Trustee nancy.holley@usdoj.gov
Owen Mark Sonik on behalf of Creditor Sheldon Independent School District osonik@pbfc.com, tpope@pbfc.com;osonik@ecf.inforuptcy.com;houbank@pbfc.com
Reese Andrew O'Connor on behalf of Debtor Century Exploration New Orleans, LLC roconnor@velaw.com
Reese Andrew O'Connor on behalf of Debtor Century Exploration Houston, LLC roconnor@velaw.com
Reese Andrew O'Connor on behalf of Debtor RAAM Global Energy Company roconnor@velaw.com
Reese Andrew O'Connor on behalf of Debtor Century Exploration Resources, LLC roconnor@velaw.com
Ryan Michael Seidemann on behalf of Creditor State of Louisiana, Department of Natural Resources, Office of Mineral Resources seidemannr@ag.state.la.us
Scott Robert Cheatham on behalf of Creditor Business Property Lending, Inc./Everbank scott.cheatham@arlaw.com, laura.vanderpoel@arlaw.com;vicki.owens@arlaw.com
Stewart F Peck on behalf of Interested Party Power Land, LLC speck@lawla.com
US Trustee USTPRegion07.HU.ECF@USDOJ.GOV
Vincent P Slusher on behalf of Creditor Montoc Offshore, Inc. vince.slusher@dlapiper.com, sherry.faulkner@dlapiper.com;Daniel.simon@dlapiper.com
Vincent P Slusher on behalf of Creditor Committee The Official Committee of Unsecured Creditors vince.slusher@dlapiper.com, sherry.faulkner@dlapiper.com;Daniel.simon@dlapiper.com
Vincent P Slusher on behalf of Creditor Montco Oilfield Contractors vince.slusher@dlapiper.com, sherry.faulkner@dlapiper.com;Daniel.simon@dlapiper.com
Zack A Clement on behalf of Creditor Highbridge Principal Strategies, LLC zack.clement@icloud.com, steven.serajeddini@kirkland.com;jessica.peet@kirkland.com;carrie.oppenheim@kirkland.com;benjamin.steadman@kirkland.com;stephen.hessler@kirkland.com;mcclain.thompson@kirkland.com

TOTAL: 31