



ENTERED  
11/18/2015

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

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

**FINAL ORDER AUTHORIZING DEBTORS TO PAY SALES, USE,  
PRODUCTION, AND OTHER TAXES AND RELATED OBLIGATIONS**

On November 18, 2015, the Court considered on a final basis the *Emergency Motion for an Order Authorizing the Debtors to Pay Sales, Use, Property, Production, and Other Taxes and Related Obligations* [Docket No. 17] (the “Motion”),<sup>1</sup> filed by the above-captioned debtors (the “Debtors”).<sup>2</sup> 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) pursuant to Bankruptcy Rule 6004(a), proper and adequate notice of the Motion 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 Motion after having given due deliberation upon the Motion and all of the proceedings before the Court in connection with the Motion. Therefore, it is

**ORDERED** that the Debtors are authorized, but not directed, to pay and remit to the Taxing Authorities the pre-petition Sales and Use Taxes, Production Taxes, and Franchise/Income Taxes (collectively, the “Pre-Petition Taxes”) incurred or collected by the

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

<sup>2</sup> 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].

Debtors, when such Pre-Petition Taxes become due, in the ordinary course of business pursuant to and in accordance with any order authorizing the use of the Debtors' cash collateral; provided, however, the payment of the Pre-Petition Taxes by the Debtors shall not exceed \$800,000 in the aggregate. It is further

**ORDERED** that the Debtors are authorized to pay and remit to the Taxing Authorities the following post-petition taxes: Sales and Use Taxes, Production Taxes, and Franchise/Income Taxes (collectively, the "Post-Petition Taxes" and, together with the Pre-Petition Taxes, the "Taxes"). The Debtors are authorized to pay and remit to the Taxing Authorities the Post-Petition Taxes incurred or collected by the Debtors, when such Post-Petition Taxes become due, in the ordinary course of business pursuant to and in accordance with any order authorizing the use of the Debtors' cash collateral. It is further

**ORDERED** that nothing in this Order shall authorize the payment of Property Taxes. It is further

**ORDERED** that the banks on which checks were drawn or electronic payment requests made in payment of the Pre-Petition Taxes approved herein are authorized to: (a) receive, process, honor, and pay all checks presented for payment that are related to such Pre-Petition Taxes; and (b) rely on the representations of the Debtors as to which checks are permitted to be paid pursuant to this Order. The Debtors are authorized to re-issue any check or electronic payment that was drawn in payment of any pre-petition amount that is not cleared by a depository. It is further

**ORDERED** that nothing herein shall impair the Debtors' ability to contest the amount, basis, or validity of the Taxes owing to the Taxing Authorities. It is further

**ORDERED** that, notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon entry of this Order. It is further

**ORDERED** that the Debtors are authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order. 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: 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,  
jbrigggett@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@pbfcm.com, tpope@pbfcm.com;osonik@ecf.inforuptcy.com;houbank@pbfcm.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