

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

In re:

RAAM GLOBAL ENERGY COMPANY,
et al.,¹

Debtors.

§ Case No.: 15-35615
§
§ Chapter 11
§
§ Hon. Marvin Isgur
§
§ Re: Dkt. No. 95

**APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR AUTHORITY TO RETAIN HURON CONSULTING SERVICES LLC AS
FINANCIAL ADVISOR NUNC PRO TUNC TO NOVEMBER 10, 2015**

NOTICE UNDER COMPLEX CASE ORDER

A HEARING WILL BE CONDUCTED ON THIS MATTER ON **DECEMBER 28, 2015 AT 1:30 P.M.** AT THE U.S. BANKRUPTCY COURT, 515 RUSK AVENUE, HOUSTON, TEXAS 77002.

IF YOU OBJECT TO THE RELIEF REQUESTED, YOU MUST RESPOND IN WRITING, SPECIFICALLY ADDRESSING EACH PARAGRAPH OF THIS PLEADING. UNLESS OTHERWISE DIRECTED BY THE COURT, YOU MUST FILE YOUR RESPONSE WITH THE CLERK OF THE BANKRUPTCY COURT WITHIN TWENTY-THREE (23) DAYS FROM THE DATE YOU WERE SERVED WITH THIS PLEADING. YOU MUST SERVE A COPY OF YOUR RESPONSE ON THE PERSON WHO SENT YOU THE NOTICE; OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

TO THE HONORABLE MARVIN ISGUR:

The Official Committee of Unsecured Creditors (the "Committee") appointed in the chapter 11 cases of RAAM Global Energy Company, et al. (collectively, the "Debtors"), hereby submits this application (the "Application") for the entry of an order authorizing the retention of

¹ The Debtors in these cases, and each of their respective last four digits of each Debtor's federal tax identification number, are: RAAM Global Energy Company (2973); Century Exploration New Orleans, LLC (4948); Century Exploration Houston, LLC (9624); and Century Exploration Resources, LLC (7252).

the consulting firm of Huron Consulting Services LLC (“Huron”) as financial advisor to the Committee *nunc pro tunc* to November 10, 2015, pursuant to section 1103(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Southern District of Texas (the “Local Rules”). In support of its Application, the Committee respectfully represents as follows:

BACKGROUND

1. On October 26, 2015, each of the Debtors filed a voluntary petition for relief with this Court under chapter 11 of the Bankruptcy Code. The Debtors operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On November 9, 2015, the Committee was appointed in these cases by the Office of the United States Trustee consisting of the following three members: (i) Montco Oilfield Contractors, LLC; (ii) Island Operating Company, Inc.; and (iii) Quality Energy Services, Inc.

3. On November 10, 2015, the Committee selected Huron as its financial advisor, subject to Court approval.

4. This Court has jurisdiction over the Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The statutory bases for the relief requested herein are section 1103 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1.

RETENTION OF HURON

5. The Committee believes Huron possesses extensive knowledge and experience regarding the financial issues relevant to these cases. Huron’s qualifications and experience are

set forth more specifically in the *Affidavit of Monty Kehl*, attached hereto as **Exhibit A** (the "Kehl Affidavit"). Accordingly, after careful review, the Committee has selected Huron to serve as the Committee's financial advisor.

6. By this Application, the Committee seeks authority to retain Huron to provide financial and operational advice to the Committee in connection with these chapter 11 cases and to perform such of the following bankruptcy and restructuring-related consulting services as reasonably requested and consistent with the engagement objectives and scope including, without limitation, providing support, analysis and advice to the Committee, its counsel, and any other professionals that the Committee may retain, with regard to:

- (a) the Debtors' financial affairs, business plan, and related forecasts,
- (b) the Debtors' cash management,
- (c) the Debtors' operations and assets,
- (d) the Debtors' proposed sale transactions,
- (e) any plan of reorganization or plan of liquidation proposed in these cases,
- (f) any avoidance or other claims or actions brought by or against the Debtors or on behalf of the Committee, and
- (g) any other matters that arise in these cases for which the Committee requests Huron's financial advisory services.

7. The Committee requests that all fees and related costs incurred by the Committee on account of services rendered by Huron in these cases be paid as administrative expenses of the Debtors' estates in accordance with the Bankruptcy Code and applicable orders entered in these cases.

8. Subject to the Court's approval, Huron will charge for its services on an hourly basis, billed in tenth-of-an-hour increments, in accordance with its hourly rates in effect on the

date that such services are rendered. The compensation Huron seeks for its professionals in these cases is equivalent to what is generally charged by Huron for similar services. Huron adjusts its hourly rates periodically and will charge the rate then in effect. The hourly rates currently charged by Huron are:

Managing Directors	\$700 - \$850
Senior Directors	\$625
Directors	\$550 - \$600
Managers	\$400 - \$450
Associates and Analysts	\$300 - \$375

9. With respect to this engagement, Huron has agreed to limit its fees to a blended rate of \$575 per hour.

10. Huron has not received a retainer in this matter.

11. To the best of the Committee's knowledge, Huron does not have any connection with the Debtors, their creditors, or other parties in interest or their respective attorneys, except as set forth in the Kehl Affidavit. Therefore, the Committee believes Huron is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code.

12. Huron has not entered into any agreement to share compensation as may be awarded to it for services rendered in these cases, except as permitted under section 504(b) of the Bankruptcy Code or disclosed in the Kehl Affidavit.

13. No prior application for the relief requested herein has been presented to this Court or any other court.

WHEREFORE, the Committee requests that an Order be entered authorizing it to retain Huron as financial advisor, in accordance with Huron's engagement agreement dated November 13, 2015 (the "Engagement Agreement") as amended by the Kehl Affidavit, *nunc pro tunc* to


November 10, 2015, and providing the Committee such other and further relief as the Court may deem just and proper.

Dated: November 30, 2015

Respectfully submitted,

**THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF
RAAM GLOBAL ENERGY COMPANY,
*et al.***

By:



Carroll Price

Chairperson of the Official Committee of
Unsecured Creditors of RAAM Global
Energy Company, et al.

EXHIBIT A

**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> , ²	§	Chapter 11
	§	
Debtor.	§	Hon. Marvin Isgur

AFFIDAVIT OF MONTY KEHL

I, Monty Kehl, hereby state that the following is true to the best of my knowledge, information and belief:

1. I am a Managing Director of Huron Consulting Services LLC (that practices as Huron Consulting Group) (“Huron”), a multi-disciplined consulting firm with practices in areas such as bankruptcy, financial restructuring advisory, and litigation-related services and numerous offices throughout the country. I submit this affidavit (the “Affidavit”) on behalf of Huron in support of the Application (the “Application”) of the Official Committee of Unsecured Creditors (the “Committee”) for Authority to Retain Huron Consulting Services LLC as Financial Advisor *nunc pro tunc* to November 10, 2015. Except as otherwise noted, I have personal knowledge of the matters set forth herein and if called as a witness, would testify competently thereto.³

² The Debtors in these cases, and each of their respective last four digits of each Debtor’s federal tax identification number, are: RAAM Global Energy Company (2973); Century Exploration New Orleans, LLC (4948); Century Exploration Houston, LLC (9624); and Century Exploration Resources, LLC (7252).

³ Certain of the disclosures herein relate to matters within the knowledge of other professionals at Huron and are based on information provided by them.

Professional Qualifications

1. Huron. Huron is a firm specializing in the provision of turnaround, crisis management, and restructuring services for public and private companies, lenders, creditors, equity holders, and impartial constituents (such as examiners or trustees). Working closely with client management, Huron develops and implements comprehensive turnaround programs that increase value through improving operations and asset performance, refocusing business models, and restructuring debt.

2. Huron's typical assignments involve: providing valuation, corporate finance, restructuring, and turnaround services to companies, lenders, and other creditors; performing financial investigations and litigation analysis, providing expert testimony and forensic accounting services; and providing strategic planning, operational consulting, strategic sourcing, and organizational and technology assessments in a variety of industries, including metals, transportation, manufacturing, healthcare, higher education, legal, consumer products, and energy.

3. For over 25 years, professionals at Huron have served as advisors to management, creditors, and trustees or examiners. Huron has assisted in bringing numerous companies successfully through the complexities of chapter 11 bankruptcy. Huron's expertise in management, finance, and accounting, combined with its understanding of the complex interests of stakeholders in a bankruptcy proceeding, allow it to provide the insight stakeholders need to weigh the risks and benefits of bankruptcy filing. Huron offers knowledgeable, practical solutions for every phase of the restructuring process and its valuation services are critical in resolving the competing claims of management, banks, creditors and equity stakeholders in the event of a bankruptcy.

4. Huron's reorganization services include, but are not limited to: advising management on a strategy to maximize value; designing and implementing turnarounds and reorganizations; leading refinancing and debt restructuring negotiations, and, when a consensual plan cannot be achieved, implementing a chapter 11 strategy to achieve a viable outcome; negotiating with all classes of constituents; communication of a turnaround or recovery plan; development of consensus to implement the optimal strategy; and evaluation of proposed asset sales, debtor-in-possession financing, and bonuses programs.

5. Monty Kehl. I have over twenty years of consulting experience, primarily in the corporate restructuring practice specializing in financial consulting, largely in corporate turnaround, loan workout, and bankruptcy situations.

6. I have provided assistance to clients with troubled debt restructurings, mergers, acquisitions and dispositions, litigation and claims analysis, valuation analysis, and other financial consulting and bankruptcy assignments. As a former licensed engineer, my industry experience focuses on industrial and manufacturing concerns with a specialty in natural resources and energy.

7. My twenty years of bankruptcy and restructuring experience includes: preparation for testimony on issues of business plans, liquidations, avoidance actions, substantive consolidation, and other reorganization and bankruptcy issues; development and evaluation of strategic business plans on behalf of debtors and creditors, including the evaluation of customer and product profitability, store and plant profitability, overhead structure and industry viability; analysis for providing expert testimony on business performance, lost profits, and underlying claims for damages; preparation and evaluation of valuation reports, including enterprise value and liquidation analyses; negotiation and evaluation of terms of plans of reorganization and underlying post-confirmation documents, and covenants; negotiation and evaluation of out-of-

court debt restructuring proposals; negotiation and evaluation of asset and going concern business sales; evaluation of alternative liquidation plans for cessation of business; providing technical and operational support for liquidation and creditor distribution trustees in handling proofs of claim, reserve requirements, taxes and distribution; and analysis and formulation of operating and financial process improvements.

Services to be Provided

8. On November 10, 2015, the Committee selected Huron to provide financial advisory services in connection with the Committee's charge to represent the unsecured creditors of the Debtors' estates. Huron subsequently entered into the Engagement Agreement (dated November 13, 2015), a copy of which is attached as **Exhibit III** to this Affidavit.

9. Pursuant to the Engagement Agreement, Huron will provide financial and operational advice to the Committee in connection with these chapter 11 cases and will perform such of the following bankruptcy and restructuring related consulting services as reasonably requested and consistent with the engagement objectives and scope including, without limitation, providing support, analysis and advice to the Committee, its counsel and any other professionals that the Committee may retain, with regard to:

- (a) the Debtors' financial affairs, business plan and related forecasts,
- (b) the Debtors' cash management,
- (c) the Debtors' operations and assets,
- (d) the Debtors' proposed sale transactions,
- (e) any plan of reorganization or plan of liquidation proposed in these cases,
- (f) any avoidance or other claims or actions brought by or against the Debtors or on behalf of the Committee, and
- (g) any other matters that arise in these cases for which the Committee requests our financial advisory services.

Huron will support the Committee in its negotiations in an effort to maximize recoveries for the Committee's constituents and to successfully conclude these bankruptcy proceedings.

10. Huron's engagement team leaders will consist of financial consultants experienced with the bankruptcy process and managing large projects within the restructuring environment.

11. I am the principal Huron consultant responsible for the provision of services to the Debtors, will be available as required, and will supervise Huron's engagement by the Debtors.

Disclosure of Relationships with Parties in Interest

12. In connection with the preparation of this Affidavit, Huron conducted a relationship search of its contacts with (a) the Debtors and their affiliates; (b) the Debtors' shareholders; (c) current managers and officers of the Debtors; (d) Debtors' top unsecured creditors; (e) Debtors' key litigation parties; (f) Debtors' lenders; (g) Debtors' banks; (h) Debtors' insurers; (i) counterparties to Debtors' significant contracts, and (j) Debtors' proposed professionals. The parties subject to Huron's review are listed on the accompanying **Exhibit I** to this Affidavit. Huron's review, completed under my supervision, consisted of a query of the names of parties falling within the above listed categories through an internal computer database containing names of individuals and entities that are present or recent former clients of Huron.

13. Based on the results of such review, except as discussed below, Huron does not have any connection with any of the identified parties in matters related to these proceedings. Huron has provided and likely will continue to provide services unrelated to the Debtors' cases for various parties, creditors, or equity security holders of the Debtors, including those parties listed on **Exhibit II** to this Affidavit. Huron's assistance to these parties has been related to providing various business consulting services and, in those cases indicated, assisting the entity during its own chapter 11 case. To the best of my knowledge, no services have been provided to

these parties that involve their rights in the Debtors' cases, nor does Huron's involvement in these cases compromise our ability to continue such consulting services. Huron may in the future provide services to various creditors and other parties in interest in these cases, but only in matters unrelated to the Debtors or these chapter 11 cases.

14. As part of its diverse practice, Huron appears in numerous cases, proceedings and transactions involving many different professionals, including attorneys, accountants and financial advisors, some of whom may represent claimants and parties in interest in the Debtors' chapter 11 cases. Also, Huron has performed in the past, and may perform in the future, consulting services for various attorneys and law firms, and has been represented and may in the future be represented by attorneys and law firms, some of whom may be involved in these proceedings. In addition, Huron has in the past and will likely in the future be working with or against other professionals involved in these cases in matters unrelated to the Debtors and these cases. Based on Huron's current knowledge of the professionals involved, and to the best of my knowledge, none of these relationships is in connection with these cases or causes Huron to hold or represent an interest adverse to the Debtors or their estates with respect to the matters on which Huron is to be employed.

15. Huron is not a "creditor" of the Debtors within the meaning of section 101(10) of chapter 11 of Title 11 of the United States Code (as amended, the "Bankruptcy Code").

16. Further, to the best of my knowledge, neither I, nor any professional involved on the Huron team, have any connection with the United States Trustee or any person employed in the Office of the United States Trustee in this District. In addition, to the best of my knowledge and based upon the results of the relationship search described above and disclosed herein, Huron neither holds nor represents an interest adverse to the Debtors or their estates with respect to the matters on which Huron is to be employed.

17. It is Huron's intent to update and expand its relationship search for additional parties in interest as directed by the Committee in an expedient manner. If any new relevant facts or relationships are discovered or arise which require further disclosure, Huron will promptly file a supplemental affidavit.

Employment Terms and Compensation

18. Huron's retention is subject to the Court's approval of Huron's Engagement Agreement attached hereto as Exhibit III to the Application. Huron will seek payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by Huron, and indemnification as more fully described in Exhibit III to the Application. The compensation Huron seeks for its professionals in these circumstances is equivalent to what is generally charged by Huron for similar services. Huron adjusts its hourly rates periodically and will charge the rate then in effect. The hourly rates currently charged by Huron are:

Managing Directors	\$700 - \$850
Senior Directors	\$625
Directors	\$550 - \$600
Managers	\$400 - \$450
Associates and Analysts	\$300 - \$375

19. With respect to this engagement, Huron has agreed to limit its fees to a blended rate of \$575 per hour.

20. Huron understands that payment of invoices for its work is governed by the Court and such procedures for filing fee statements and notice as may be applicable to the Debtors' chapter 11 cases.

21. Huron has not received a retainer in this matter.

22. To the best of my knowledge, (a) no commitments have been made or received by Huron, nor any member thereof, as to compensation or payment in connection with this case

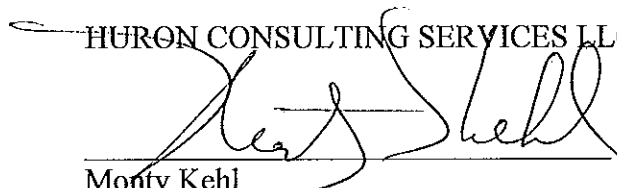
other than in accordance with the provisions of the Bankruptcy Code, and (b) Huron has no agreement with any other entity to share with such entity any compensation received by Huron in connection with these chapter 11 cases.

Based on the foregoing, I believe Huron is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code and does not hold or represent an interest materially adverse to the Debtors or their estates.

Pursuant to section 1746 of title 28 of the United States Code, I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

FURTHER AFFIANT SAYETH NAUGHT.

Dated: November 13, 2015

HURON CONSULTING SERVICES LLC

Monty Kehl
Managing Director

THE STATE OF ILLINOIS §
 §
COUNTY OF COOK §

SWORN TO AND SUBSCRIBED BEFORE ME, a notary public in the State of Texas, County of Harris, on this the 13 day of November, 2015 by Monty Kehl, to certify which, witness my hand and seal of office.



Notary Public



EXHIBIT I**ENTITIES SUBJECT TO HURON'S CONFLICT SEARCH**

Debtors	
RAAM Global Energy Company	Century Exploration Houston, LLC
Century Exploration New Orleans, LLC	Century Exploration Resources, LLC

Management and Directors	
Michael Willis	Michael J. Willis
Howard A. Settle	Thomas M. Lewry
Jeffrey T. Craycraft	Robert E. Fox
Kenneth Young	Jonathan B. Rudney

Professionals for Debtors	
Vinson & Elkins LLP	James R. Latimer, III
BlackHills Partners, LLC	Parkman and Whaling LLC

First Lien Lenders	
Highbridge Principal Strategies - Specialty Loan Fund III, L.P.	Highbridge Principal Strategies - NDT Senior Loan Fund, L.P.
Highbridge Aiguilles Rouges Sector A Investment Fund, L.P.	Highbridge Principal Strategies - Specialty Loan Institutional Fund III, L.P.
Highbridge Specialty Loan Sector A Investment Fund, L.P.	Highbridge Principal Strategies - Specialty Loan VG Fund , L.P.
Highbridge Principal Strategies - Jade Real Assets Fund, L.P.	Highbridge Specialty Loan Institutional Holdings Limited
Cargill, Incorporated	American United Life Insurance Company
BP Energy Company	Lincoln Investment Solutions, Inc.

Secured Lenders and Escrow Agent	
EverBank	Business Property Lending Inc.
Bank of America (as Escrow Agent for ACE Bonding Agreement)	

Bond Issuer and Bond Holders	
Ace American Insurance Co.	James Oliver Sherman
Bureau of Ocean Management	James Pratt
Chevron	Janice R. Christy
Chevron U.S.A. Inc. and Japex Gulf of Mexico	Jean Canicatti
Devon Energy Production Co. LP	Jean Mabardi
Farallon Capital Management, LLC	Jerry Scott
Howard A. Settle 401(k)	Jesse B. Kight

Bond Issuer and Bond Holders	
Mickey Settle - Retirement Fund	Jim Adelson
Millstreet Capital Management, LLC	John A. Klein
Northeast Investors Trust	John Morrison
Osterweis Capital Management	John P. Startare
RLI Corp.	Jon M. Ritchie
State of California, Department of Conservation	Jose Conrado Faga
State of Louisiana, Department of Wildlife & Fisheries	Ken Kempler
State of Louisiana, Office of Conservation	Larry Joseph Meyers
State of Oklahoma	Lawrence Greenapple
Stonehill Capital Management LLC	Lee Small, Trustee
Total Minatome Corporation	Lemanik S.A.
TX RRC - Century Exploration Houston, LLC	Lisa S. Goodell
TX RRC - Century Exploration Resources, LLC	Lynn Cauffman
USDI, BIA (Nationwide O&G)	Lynn Fowler
Winebrenner Capital Partners	Manual R. Rodriguez
Adrian E. Marrero	Mario Della Cava
Aegis Financial Corporation	Mary Jane West, Trustee
Alice Settle	Matilee M. Herrin
Alpine Associates, L.P.	Matt Fleissner
Alpine Partners LP	Melissa L. Creyer
Amy L. Bergquist	Michael Allan Krueger
Arielle Kimmer	Michael Berg
Arthur Sturman	Millennium Advisors LLC
AT&T Retirement Savings Plan	MSD Capital, L.P.
Bank of Colorado	MSDC Management LP
Barbara E. Yarema	Nelson Moulton
Benjamin Goldfield	Northeast Investors Trust Co.
Betty A. Schaefer	Odeon Capital Group, LLC
Carl J. Wojciechowski	Olga Silvay-Mandau
Cheng K. Hsu	Osterweis Capital Management, LLC
Christine M. Terrazzano	Palisades Partners LP
Clearstream	Patty Cooper Tod
Code Environmental Services, Inc.	Paul T. Weiss
Corner Banca S.A.	Peak 6 Advisors, LLC
Daniel Cabal	Pergament Advisors LP
Davar Rad	Phillip J. Perkowski, Trustee
Davar Rad Revocable Trust	Picton Mahoney Asset Management
David Gulliford	Richard E. Rossman
David Levitt	Richard Ivory
David R. Rumschik	Rob Mancino

Bond Issuer and Bond Holders	
Deborah Spielman Beeders	Robert Donald Oldfield III
Desmond Wealth Management, Inc.	Robert J. Anderson
Donal Dibiccari	Roland Jackson Smith
E. Smith	Roland H. Hansen
Earl Winebrenner	Ronal Peterson
Edwin R. Cooke	Sabina Steiner
EJF Capital, LLC	Scott's Cove Management, LLC
Erik Larson	Sherborn Investors Management
Ernst L. Schultz IRA	Sierra Pacific Industries LLC
Eugene D. Kulakowski	Sinead Murphy
Eugene V. Massey	Six Securities Services
Euroclear Bank	Stephen J. Strutynski
Fai Jor	Stephen L. Ramsdell
Farallon Capital Management, LLC	Stephen Louis Walker
Farallon Partners, LLC	Stephen V. Yates
Frank E. Veltri	Steve Sloan
Frederick Blackwell	Steven and Judy Schultz
George A. Stumpf	Steven M. Gelb
George B. Nathan	Stonehill Capital Management, LLC
Geza Eckert	Thomas A. Whatley
Gibbes Bay Advisors, LLC	Thomas H. Perkowski, Trustee
Gilbert Nathan	Thomas Ivory
Guy Norelli	Thornburg Investment Management, Inc.
Hashim Abdulkader	Vertx One Asset Management, Inc.
Huntleigh Securities Corporation	Wai Chung Alice Wheeler
Ivona Smith	William B. Young
Jacob Avneri	William L. Lamplugh
James G. O'Rourke	William T. Bloyd
James McLaughlin	

Insurers	
ACE Surety Underwriting Services	Liberty International Underwriters
Lloyds Underwriters through RKH Marine & Energy	Lloyds Underwriters through IR Underwriting Services, Inc.
AIG Property Casualty	AGCS Marine Insurance Company
American Longshore Mutual Association through The American Equity Underwriters, Inc.	Nationwide Insurance Company through Harleysville
Anthem Blue Cross & Blue Shield	QBE Syndicate 1036 through Burnett & Company, Inc.
Chubb Specialty Insurance	RLI Insurance Company
Gemini Insurance Company through JH Blades & Co., Inc.	The Travelers Indemnity Company of Connecticut

Gotham Insurance Company through Prosight Specialty Management Company, Inc.	US Fire Insurance Company/Crum & Forster
The Hartford through The American Equity Underwriters, Inc.	

Key Shareholders	
1109382 Ontario Inc.	Kimberly Clifton
2004 Beck Family Trust	Larry E. Botts
A.P. Golden, III	Lawco Resources, LLC
Addison Foster Pettit	Lawrence and Elaine Cole
Ahmed F. Abu Khadra	Lee Marine Products, Inc.
Albemarle Family Trust	Leon M. Smith Jr.
Alexander Bos	Leslie G. Taylor
Allied Bank	Lewry 2012 Exemption Trust, Dated October 15, 2012
Ambrose Givens	Linda Dillard
Ann L. Aldridge Revocable Trust, Dated October 28, 2009	Manchester Community Music School
Ashley Minga	Marcel Dupuis
B & K Investments, LLC	Mark J. Wojna
Barbara Thompson	Mark Sassella
Benjamin T. Lewry	Marla Kristine Blair
Bernard Coons	Mary E. Scott Irrevocable Trust, Dated 1991
Betty Ann Schaeffer Irrevocable Trust, Stephanie W. Lewry, Trustee	Mary Elizabeth Nickels
Blake Cantley	Matthew Hester
Bothree Holdings Limited BVI	Michelle G. Schnider
Bradford A. Gray Revocable Trust of 1994	Mickey L. Settle
Brian T. Scott Irrevocable Trust, Dated 1991	Mike Kent
Bruce B. and Rene B. Bowen, Trustees of The Bowen Family Trust U/A, Dated June 22, 1994	Mike Sullivan
Bruce Whitley	Mildred M. Quinn, Trustee of The Mildred M. Quinn Revocable Trust
Caffrey Family Limited Partnership	Millennium Trust Co. LLC, Custodian FBO Mast Rd Grain & Bldg Materials Inc.
Calvin L. Baird Jr.	Milly Ann Stewart
Carl R. Vercollone	N. Gregory Pettit
Caroline Combs Johnson	Nahalal Holdings, LLC
Carolyn L. McConnell	Nicholas R. Glancy
Carrie Elizabeth Barr	OBLR LLC
Cary W. Barr	Pacseis, Inc.
Charles J. Lisle	Paige D. Lee
Charles Schwab & Co., FBO Nancy Bartlett Trust	Patricia Henderson
Cindy R. Hipsher	Patty W. Greer

Key Shareholders	
Claudia E. Lewry	Paul Vagis
Constance S. Collis and William J. Collis	Paul W. Mahan Trust, Dated September 28, 1993, Paul W. Mahan, Trustee
Craig Benson	Phil Thomas
Dale R. Anderson	Phillip Cherry
David A. Duff	Quinn Investments Limited Partnership
David A. Seay	Renee Richards
David S. McNamee	Ricardo Vasquez
David T. Lewry	Richard A. Warwick
David T. Zakrzewski	Richard D. Bartlett IRA #XXXX75586, Millennium Trust Company, LLC
Deborah G. Ridgley	Richard D. Oliver
Deborah T. McMurry	Richard J. Reynolds
Dennis B. Tower & Susan Tower, Trustees, The Tower Family Trust, Dated April 12, 1996	Richard L. Mahan Trust, Dated December 1, 2000, Richard L. Mahan, Trustee
DLS Consulting	Richard P. Dupuis
Don K. Poole Revocable Trust	Rick Lawrence
Donald & Madeline Meyer	Robert & Lynda Connaughton
Donna D. Mills	Robert Daniel Barr
Doug Sherman	Robert L. Pollard, Jr., Trustee Under Trust Agreement Dated February 18, 2008
Dr. Walid A. Hashem	Robert M. Rooney
Edwin Turlington	Robert M. Scott Irrevocable Trust, Dated 1991
Eric B. Spillmon	Robin P. Seale, Trustee Under Trust Agreement Dated February 18, 2008
Eric D. and Lacie M. Hooks	Roger Craig Aldridge
Eric R. Anderson	Roger M. Dalton
F. Lee Hess	Rossie Pettit Davan
Fredric Z. Haller	Sally Brewer
G. G. & Three Daughters, LLC	Samuel Harms
Gary R. Wallace, M.D.	Scott Allison
George D. Poole, III	Serev Investments LP
Greendale Enterprises Ltd. BVI	Sheila E. Beck
H. Foster Pettit	Skroke, LLC
Harrison Foster Pettit, Jr	Stacey B. Lobre
Harrison O. French, III	Stephanie W. Lewry
Harry C. Kelly, Jr.	Stephanie W. Lewry Revocable Trust
Harry Lockstadt, M.D.	Stephen & Jeanne E. Wisniewski Revocable Living Trust
Heather Willems	Stephen Davis Pettit
Howard W. Seidler	Steven Parks
Huston Barrow Combs	Steven Sabrier

Key Shareholders	
J&M Real Estate Holdings LLC	Stuart Brogadir IRA #XXXXX149U5, Millennium Trust Company, LLC
James and Dianne Drennan, Trustees of The James & Dianne Drennan Revocable Trust, Dated April 17, 2001	Thomas C. Bergeon
James "Arch" Jones	Thomas M. Lewry and Benjamin T. Lewry, Trustees of The Benjamin T. Lewry Trust
James Duke	Thomas M. Lewry and Claudia T. Lewry, Trustees of The Claudia T. Lewry Trust
James G. Glass	Thomas M. Lewry and David T. Lewry, Trustees of The David T. Lewry Trust
James Hunter East Revocable Trust	Thomas M. Lewry, Roth/IRA #XXXXX62ZN3, Millennium Trust Company, LLC
James L. Moore, Jr. Family Trust U/A/D February 26, 1981, Lee Moore, Trustee	Thomas R. and Nelia C. Padgett
Jennifer L. Bontrager	Thomas S. Cassell
Jeremy Fontenot	Thornburg Investment Management
Jeremy Greenhalgh	Todd Weinberg
Jerry Sheets	Trina Williquette
Jessica Risien	Van Meter Pettit
Jimmy W. White	Von Grep Family Trust, Dated January 31, 2007, James A. Von Grep, Trustee
JKL Investment Partners, LLC	W. Kirk Bosche
Jo Jean Pettit, Trustee,	Walchek Integrity, L.P.
Joanne W. Nelson	Wallace Scott Davis Revocable Trust
John L. Moran & Sherry R. Moran Revocable Living Trust	Wanda Henry
John Lewis	Wilfrid G. Poirier
John S. Sawyer	William A Combs, Jr., Trustee
John Springer	William B. Gess, III
John W. Gray Revocable Trust of 1994 U/D/T December 16, 1994	William Downs Pettit
Jon A. Richards	William E. Lenkaitis IRA, The Kingdom Trust Company
Judy Lawton	William F. Blackburn, III
Julia C. Burchard, Trustee, Julia C. Burchard Inter Vivos Trust	William F. Blackburn, III, IRA
Karen A. Benoit	William R. Hilliard Jr.
Karis Lieto	William Sanford Barr
Kathryn Warnecke Ryan	William T. Vennes
Kelley Living Trust, Dated November 17, 2011	Wilmington Trust, National Association
Kentuckiana Farms General Partnership	Yonshin Willis
Kevin Clark	York Private Equity, LLC
Kevin Pruitt	

Litigation Counterparties	
Champion Exploration, LLC	United States of America
Louisiana Department of Environmental Quality	

Creditors	
A&H Electric Company	R360 Environmental Solutions, Inc.
Acadiana Production Services, Inc.	R C Logistics, LLC
Accelerated Production Services, Inc.	Rec Marine Logistics, LLC
Acme Truck Line, Inc.	Right Hand Oilfield Associates, LLC
Aggreko, LLC	Safety System Services
Altec, Inc.	Schlumberger Technology Corp.
AMC Liftboats, Inc.	SEACOR Liftboats, LLC
API Control Systems, Inc.	Shelf Workboats, LLC
Aquatex Water Conditioning, Inc.	Stabil Drill Specialties, Inc.
Aqueos Corporation	Star Service, Inc.
Aqua-Tech Services, LLC	Stokes & Spiehler Onshore, Inc.
AT&T	Streamline Productions Systems, Inc.
Axip Energy Services, LP	Superior Vacuum Services, LLC
Baker Hughes Business Support Services	Talos Energy Offshore, LLC
Bank of New York Mellon Corporation	Tarpon Rentals, Inc.
Blanchard Contractors, Inc.	Teledrift Company
BGI Gulf Coast LLC	Tetra Technologies, Inc.
Broadwall Mgmt. Corp./Lakeway Associates LLC	Tesco Corporation (US)
C&C Technologies, Inc.	Texas Eastern Transmission, LP
Cactus Wellhead, LLC	The Woodlands Joint Power Agency
Cardinal Coil Tubing, LLC	Thomas Tools
Carrizo Oil & Gas, Inc.	Tiger Tanks, Inc.
CDM Resource Management, LLC	Tim's Wireline Services, Ltd.
Champions Pipe & Supply, Inc.	Total Production Supply, LLC
Cinco Pipe & Supply, LLC	TW Telecom
Comcast	United Control Systems
Comfort Systems USA	United Fire & Safety, LLC
Compliance Technology Group, LLC	Waste Management of Texas Inc.
Convergint Technologies, LLC	Weatherford Laboratories
Cooper's Petroleum Distribution, Inc.	Wheeler Ridge-Maricopa Water Storage
Core Laboratories, LP	WMX Technologies, Inc.
Cox Communications, Inc.	United Vision Logistics
C-Port/Stone, LLC	Vas Gauging, Inc.
Crescent Drilling & Production, Inc.	Verizon
Crescent Drilling Foreman, Inc.	Xcellence
Crosby Tugs, LLC	X-Chem, LLC

Creditors	
Deep South Oilfield Construction	Xpress Supply, LLC
Dishman & Bennett Specialty Co., Inc.	Always in Season, Inc.
Enertia Software	American Express
Entergy Gulf States, Inc.	API Control System Solutions, Inc.
Eric G. Ryals, INC.	Aqueos Corporation
Exterran Partners	Asset Risk Management, LLC
Filter Resources, Inc.	Blanchard Contractors, Inc.
Flow Services & Consulting	C&C Technologies, INC
Francis Torque Service	Champions Pipe & Supply Inc.
Frank & Son Boat Rental, Inc.	Cinco Pipe and Supply, LLC
Frank's International	Cooper's Petroleum Distribution Inc.
Fieldwood Energy Offshore LLC	C Sean Protho
General Production Service Inc.	Crescent Drilling & Production Inc.
Global Vessel & Tank, LLC	Curbstone Financial Corporation
GNUsoft	Daniel Office Products, Inc.
Gulf Coast chemical, LLC	David Stetson
Gulf Oil Corporation	Deep South Oilfield Construction LLC
Gulf Wells, Inc.	Doyle Water Distributors Inc.
Halliburton Energy Services, Inc.	Ernst & Young, LLP
Houma Armature Works & Supply Inc.	Exterran Partners, L.P.
IHS Global, Inc.	First Choice Coffee Services
Iliad Holdings, Inc.	Flow Services & Consulting
Inland Services, Inc.	Frank & Son Boat Rental Inc.
Iron Mountain	General Production Service, Inc.
Island Operating Company, Inc.	High Quality Cleaning Services
Japan Petroleum Exploration Co., Ltd.	Houma Armature Works & Supply Inc.
John W. Stone Oil Distributor, LLC	IHS Global, Inc.
Knight Oil Tools Inc.	Island Operating Company Inc.
L&M Botruc Rental, Inc.	Kevin Gros Consulting
Lahaye Consulting & Management LLC	LandWorks, Inc.
Louisiana Valve Source	Magnum Mud Equipment Company Inc.
Magnum Mud Equipment Company Inc.	Multi Chem Group LLC
Martin Energy Services, LLC	Network Billing Systems, LLC
Measurement Technologies, Inc.	Neustar, Inc.
Merit Oilfield Services	Office Max
M-I, LLC	Offshore Marine Contractors, Inc.
Mike Baxter	Offshore Rental Ltd.
Montco Oilfield Contractors, LLC	On-Site Shred
Multi Chem Group, LLC	Pacific Process Systems Inc.
National Oilwell Varco, LP	Peloton Computer Services Inc.

Creditors	
Neo Products, LLC	Pitney Bowes Inc.
Network Billing Systems, LLC d/b/a Fusion	Pre-Heat Inc.
Offshore Energy Services, Inc.	Production Management Industries, LLC
Offshore Rental, Ltd	R360 Environmental Solutions, Inc.
Offshore Marine Contractors, Inc.	RAM Development Company LLC
Otis Elevator Company	R C Logistics LLC
Orkin, Inc.	Right Hand Oilfield Associates LLC
Pacific Process Systems, Inc.	Safety Systems Services
Parks Lease & Vacuum Service, LP	Spatial Energy, LLC
Precision Pump & Valve II, Inc.	Streamline Production Systems
PRE-Heat, Inc.	Tarpon Rentals, Inc.
Premier Pipe, LLC	Teledrfit Company
Premium Oilfield Services, LLC	Tetra Technologies, Inc.
Prime Tank, LLC	The Woodlands Land Company, L.P.
Procare Services	Thompson's Landscaping
Production Management Industries	Time Warner Cable
Protection One	Tim's Wireline Services Ltd.
Quality Energy Services Inc.	Windstream Kentucky East, Inc.
Quality Preheat & Pressure	Xerox Corporation

EXHIBIT II

DISCLOSURE OF HURON CONSULTING SERVICES LLC

Summary of Relationships

The following is a listing of Parties from Exhibit I with whom Huron Consulting Group (“Huron”) has business relationships that are unrelated to the Debtors’ chapter 11 cases. In some cases, the party shown below is the direct Huron client or service provider to Huron and in others, the party may be involved in a matter for which Huron was engaged by another party. In all cases, the matters have no relationship to the Debtors or to the Debtors’ chapter 11 cases.

General relationships

ACE American Insurance Company	Euroclear Bank
Allied Bank	EverBank
American Express	Highbridge Capital Management
Arielle Kimmer	Iron Mountain
AT&T Retirement Savings Plan	Liberty International Underwriters
Bank of America	Offshore Marine Contractors
Bank of New York Mellon Corporation	Premium Oilfield Services
BP Energy Company	State of Oklahoma
Chevron	Verizon
Chubb Specialty Insurance	Vinson & Elkins

Huron as a multi-disciplined consulting firm may currently provide or in the recent past have provided one of more consulting services to the parties listed above, including but not necessarily limited to, forensic accounting assistance, valuation services, strategic sourcing assistance, or corporate advisory assistance. To the best of my knowledge and belief, none of the matters related to Huron’s assistance to these parties involved the Debtors or these chapter 11 cases.

EXHIBIT III

November 13, 2015 Engagement Agreement Between Huron Consulting Services LLC and the Official Committee of Unsecured Creditors of RAAM Global Energy Company, et al.

**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> , ¹	§	Chapter 11
	§	
	§	Hon. Marvin Isgur
Debtor.	§	
	§	Re: Doc. No. __

**ORDER APPROVING APPLICATION OF THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR AUTHORITY TO RETAIN HURON CONSULTING
SERVICES LLC AS FINANCIAL ADVISOR NUNC PRO TUNC TO NOVEMBER 10, 2015**

Upon the Application (the “Application”) dated November 30, 2015 of the Official Committee of Unsecured Creditors (the “Committee”) of RAAM Global Energy Company, *et al.* (the “Debtors”) for the entry of an order, pursuant to sections 1103(a) and 328(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), authorizing the Committee to retain and employ Huron Consulting Services LLC (“Huron”), *nunc pro tunc* to November 10, 2015, and upon the Affidavit of Monty Kehl, a Managing Director of Huron, dated November 10, 2015 (the “Kehl Affidavit”), and the November 13, 2015 engagement agreement between Huron and the Committee (the “Engagement Agreement”); and it appearing that Huron is a “disinterested person,” as that term is defined in section 101(14) of the Bankruptcy Code, and is in all respects qualified for retention by the Committee pursuant to section 1103 of the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure; and finding that adequate notice of the

¹ The Debtors in these cases, and each of their respective last four digits of each Debtor’s federal tax identification number, are: RAAM Global Energy Company (2973); Century Exploration New Orleans, LLC (4948); Century Exploration Houston, LLC (9624); and Century Exploration Resources, LLC (7252).

Application having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefore, it is HEREBY ORDERED THAT:

1. The Application is approved as set forth herein.
2. In accordance with section 1103 of the Bankruptcy Code and Bankruptcy Rule 2014, the Committee is hereby authorized and empowered to employ and retain the Huron as its financial advisor, *nunc pro tunc* to November 10, 2015.
3. Upon the Application and the Kehl Affidavit, the Court finds that Huron does not have an interest adverse to the estates in connection with these chapter 11 cases, and that Huron is a disinterested person.
4. Huron shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, such Bankruptcy Rules and local rules as may then be applicable from time to time, and such procedures as may be fixed by order of this Court.
5. This Court shall retain jurisdiction with respect to all matters related to the implementation of this Order.

The Honorable Marvin Isgur
United States Bankruptcy Judge

Dated: _____, 2015

CERTIFICATE OF SERVICE

I, Vincent P. Slusher, hereby certify that on November 30, 2015, I caused a copy of the *Application of the Official Committee of Unsecured Creditors for Authority to Retain Huron Consulting Services LLC as Financial Advisor Nunc Pro Tunc to November 10, 2015* to be served on the parties on the attached service list in the manner indicated therein.

DLA PIPER LLP (US)

By: /s/ Vincent P. Slusher
Vincent P. Slusher, State Bar No. 00785480
vincent.slusher@dlapiper.com
1717 Main Street, Suite 4600
Dallas, Texas 75201-4629
Telephone: (214) 743-4500
Facsimile: (214) 743-4545

Dated: November 30, 2015