



ENTERED
12/22/2015

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

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

FINAL ORDER AUTHORIZING PAYMENT OF ROYALTY AND WORKING INTEREST OBLIGATIONS, DELAY RENTALS, AND MARKETING OBLIGATIONS

On December 22, 2015, the Court considered on a final basis the *Emergency Motion for Authority to Pay Royalty and Working Interest Obligations, Lease Operating Expenses, JIBs, and Trade, and Potential Holders of Statutory Liens* [Docket No. 16] (the “Motion”) filed by the above-referenced debtors and debtors in possession (collectively, the “Debtors”).¹ 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, to the extent set forth herein, 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

ORDERED that the Debtors are authorized, but not directed, subject to any order authorizing the use of the Debtors’ cash collateral and any approved budget contained therein, in

¹ 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].

a reasonable exercise of their business judgment, to (a) pay all pre-petition (1) funds owed to the holders of Mineral and Other Interests, (2) Delay Rentals, and (3) amounts owed on account of the Marketing Obligations as required by the applicable leases and other agreements, and (b) continue to pay holders of Mineral and Other Interests, Delay Rentals, and Marketing Obligations post-petition, in the ordinary course of business. Notwithstanding the preceding sentence, the Debtors shall be authorized pursuant to this Order to pay only pre-petition amounts owed to holders of Mineral and Other Interests and on account of the Marketing Obligations related to properties proposed to be purchased pursuant to that certain *Asset Purchase Agreement* dated November 6, 2016 between the Debtors and Highbridge Principal Strategies, LLC and certain of its affiliates, as same has been or may be amended. It is further

ORDERED that the Debtors are authorized, subject to the requirements and limitations imposed upon the Debtors under any Court order regarding the use of cash collateral and any approved budget contained therein, to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion. It is further

ORDERED that the Banks on which checks were drawn or electronic payment requests made in payment of the payments approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, provided that sufficient funds are on deposit in the applicable accounts to cover such payments, and all such Banks are authorized to rely on the Debtors' designation of any particular check or electronic payment request as being approved by this Order. It is further

ORDERED that the Debtors are authorized, but not directed, to issue post-petition checks or to effect post-petition fund transfer requests in replacement of any checks or fund

transfer requests that are dishonored as a consequence of the Cases with respect to pre-petition amounts authorized to be paid herein. It is further

ORDERED that notwithstanding the relief granted herein and any actions taken hereunder, nothing contained in this Order shall constitute, nor is it intended to constitute, an admission as to the validity or priority of any claim against the Debtors, the creation of an administrative priority claim on account of the payments sought to be paid, or the assumption or adoption of any contract or agreement under Bankruptcy Code § 365. It is further

ORDERED that notwithstanding the applicability of Bankruptcy Rules 6004(h), 7062, 9014, or otherwise, this Order shall be immediately effective and enforceable upon its entry. It is further

ORDERED that the requirements set forth in Bankruptcy Rule 6003(b) are satisfied by the contents of the Motion or otherwise deemed waived. It is further

ORDERED that this Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation or enforcement of this Order.

Dated: December 22, 2015


UNITED STATES BANKRUPTCY JUDGE