



ENTERED
03/29/2016

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

<p>IN RE:</p> <p>RAAM GLOBAL ENERGY COMPANY, <i>et al.</i></p> <p>DEBTORS.</p>	<p>§ § § § § § §</p>	<p>CASE NO. 15-35615</p> <p>(Chapter 11)</p> <p>JOINTLY ADMINISTERED</p>
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**ORDER GRANTING FIRST AND FINAL APPLICATION OF
BLACKHILL PARTNERS LLC FOR ALLOWANCE OF FEES AND EXPENSES
AS DEBTORS' CHIEF RESTRUCTURING OFFICER FOR THE PERIOD OF
OCTOBER 26, 2015 THROUGH MARCH 31, 2016**

Upon consideration of the *First and Final Application of Blackhill Partners LLC for Final Allowance of Compensation From October 26, 2015 Through February 29, 2016* [Docket No. 439] (the "Application")¹ filed by Blackhill Partners LLC ("Blackhill"), chief restructuring officer for the above-captioned debtors (the "Debtors"), the Court finds that: (a) it has jurisdiction over the matters raised in the Application pursuant to 28 U.S.C. §§ 157 and 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); (c) the fees and expenses requested (including the Success Fee) are reasonable, necessary and beneficial to the Debtors' estates and should be allowed; (d) proper and adequate notice of the Application and hearing thereon has been given, no objections to the Application have been filed, and no other or further notice is required; and (e) good and sufficient cause exists for granting the relief herein, after due deliberation upon the Application and all relevant proceedings before the Court in connection with the Application. Therefore, it is hereby

ORDERED that, in consideration of the informal objection raised by the U.S. Trustee for the Southern District of Texas and the resolution thereof, Blackhill shall be allowed final

¹ Capitalized terms not otherwise defined herein have the meanings set forth in the Application.

compensation of fees in the amount of \$924,099.50 and reimbursement of expenses in the amount of \$23,481.99 for services rendered on behalf of the Debtors for the period of October 26, 2015 through February 29, 2016. It is further

ORDERED that Blackhill is authorized to apply its retainer to Blackhill's fees and expenses that have not otherwise been paid through Blackhill's submission of monthly fee statements in accordance with the *Order Granting Motion to Establish Procedures for Monthly and Interim Compensation and Reimbursement of Expenses for Case Professionals* [Docket No. 204]. It is further

ORDERED that the Liquidating Trustee, as defined in the *Order Confirming Second Amended Joint Plan of Liquidation Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 376] (the "Confirmation Order"), is authorized and directed to pay immediately Blackhill's remaining outstanding fees and expenses (after application of Blackhill's retainer) allowed herein from the Debtor Professional Fee Reserve, as defined in the *Debtors' Second Amended Joint plan of Liquidation Pursuant to Chapter 11 of the Bankruptcy Code*, attached as Exhibit "A" to the Confirmation Order. It is further

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

Dated: March 28, 2016


UNITED STATES BANKRUPTCY JUDGE

APPROVED AS TO FORM AND SUBSTANCE:

/s/ Nancy L. Holley,
Trial Attorney for the United States Trustee