



ENTERED
03/29/2016

**IN THE 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>	§	(Chapter 11)
	§	
	§	JOINTLY ADMINISTERED
DEBTORS.	§	

**ORDER GRANTING FINAL APPLICATION OF VINSON & ELKINS LLP
FOR ALLOWANCE OF FEES AND EXPENSES AS DEBTORS' COUNSEL
FOR THE PERIOD OF OCTOBER 26, 2015 THROUGH MARCH 31, 2016**

Upon consideration of the *Final Application of Vinson & Elkins LLP for Allowance of Fees and Expenses as Debtors' Counsel for the Period of October 26, 2015 Through March 31, 2016* [Docket No. 438] (the "Application") filed by Vinson & Elkins LLP ("V&E"), counsel 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 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, V&E shall be allowed final

compensation of fees in the amount of \$1,859,207.50¹ and reimbursement of expenses in the amount of \$33,023.00² for services rendered on behalf of the Debtors for the period of October 26, 2015 through March 22, 2016. It is further

ORDERED that V&E is authorized to apply its retainer to V&E's fees and expenses that have not otherwise been paid through V&E'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 V&E's remaining outstanding fees and expenses (after application of V&E'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

¹ V&E's fees have been reduced by \$40,000 as agreed upon by the U.S. Trustee and V&E. The adjusted fee amount includes \$56,640.50 in fees for legal services rendered by V&E from February 1, 2016 through March 22, 2016. V&E has agreed not to be paid for any fees incurred by V&E after March 22, 2016.

² This amount includes \$3,847.19 in expenses incurred by V&E from February 1, 2016 through March 22, 2016. V&E has agreed not to be paid for any expenses incurred by V&E after March 22, 2016.

APPROVED AS TO FORM AND SUBSTANCE:

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

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: 27

Date Rcvd: Mar 29, 2016

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 31, 2016.

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

tr +Douglas Brickley, Trustee of the Liquidating Trust, c/o The Claro Group,
1221 McKinney Street, Suite 2850, Houston, TX 77010-2028

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 +Archrock Services, L.P. f/k/a Exterran Energy Solu, 16666 North Chase Dr.,
Houston, TX 77060-6014

cr +BGI Gulf Coast, LLC, c/o Okin & Adams LLP, 1113 Vine St., Ste. 201,
Houston, TX 77002-1045

cr +Champion Exploration, LLC, c/o Okin & Adams LLP, 1113 Vine St., Ste. 201,
Houston, TX 77002-1045

intp Department of the Interior, c/o Department of Justice, P. O. Box 875,
Ben Franklin Station, Washington, DC 20044-0875

intp +Geophysical Pursuit, Inc., c/o Jackson Walker LLP, Att: Bruce J. Ruzinsky, 1401 McKinney,
Suite 1900, Houston, Tx 77010-4037

cr +Jasper CAD, c/o Lee Gordon, P.O. Box 1269, Round Rock, TX 78680-1269

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

cr +Offshore Rental, Ltd. d/b/a Tiger Offshore Rentals, 1313 Gulf St., Beaumont, TX 77701-1112

cr +Oracle America, Inc., Buchalter Nemer, c/o Shawn M. Christiansoon,
55 Second St., 17th Floor, San Francisco, Ca 94105-3493

cr +Seitel Data, Ltd., C/O Duane Brescia, Strasburger & Price, LLP, 720 Brazos, Suite 700,
Austin, TX 78701-2531

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

cr +Targa Resources, c/o Law Office of Patricia Williams Prew, 10953 Vista Lake Ct.,
Navasota, TX 77868-6981

cr +TechXplore Participation I, Ltd. and TechXplore LP, c/o Gray Reed & McGraw,
1300 Post Oak Blvd., Suite 2000, Houston, TX 77056-8000, US

cr +The Green Investment Company, 155 Montgomery Street, Suite 1410,
San Francisco, CA 94104-4119

intp +WesternGeco, L.L.C., 10001 Richmond Ave, Houston, TX 77042-4205

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

db +E-mail/Text: michael.willis@centuryx.com Mar 29 2016 20:46:21
Century Exploration New Orleans, LLC, Three Lakeway Center,
3838 North Causeway Blvd., Suite 2800, Metairie, LA 70002-8319

cr E-mail/Text: cio.bncmail@irs.gov Mar 29 2016 20:46:31 IRS, Stop 5024 HOU, 1919 Smith St,
Houston, TX 77002

cr +E-mail/Text: bankruptcy@islandoperating.com Mar 29 2016 20:57:58
Island Operating Company, Inc., Island Operating Company, Inc., 770 S. Post Oak Lane,
Suite 400, Houston, TX 77056-6666, UNITED STATES OF AMERICA

cr E-mail/Text: houston_bankruptcy@LGBS.com Mar 29 2016 20:47:11 Jasper County,
c/o John P. Dillman, PO BOX 3064, Houston, TX 77253-3064

cr E-mail/Text: houston_bankruptcy@LGBS.com Mar 29 2016 20:47:11 Montgomery County,
c/o John P. Dillman, Post Office Box 3064, Houston, TX 77253-3064

cr E-mail/Text: houston_bankruptcy@LGBS.com Mar 29 2016 20:47:11 Orange County,
c/o John P. Dillman, Post Office Box 3064, Houston, TX 77253-3064

cr +E-mail/Text: james.devitt@la.gov Mar 29 2016 20:58:03
State of Louisiana, Department of Natural Resource, 617 North Third Street,
Baton Rouge, LA 70802-5432

TOTAL: 7

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

cr ACE American Insurance Company

intp Ad Hoc Committee of Senior Secured Noteholders

cr Archrock Partners Operating, L.L.C. f/k/a EXLP Ope

cr Bank of New York Mellon Trust Company, N.A.

cr Berrenda Mesa Water District

cr Business Property Lending, Inc./Everbank

cr City National Bank

cr Crown Pine Timber 1, LP by and through its authori

cr Highbridge Principal Strategies, LLC

cr Mil-Vid Properties Inc.

cr Montco Oilfield Contractors

cr Montoc Offshore, Inc.

intp Power Land, LLC

District/off: 0541-4

User: mrios
Form ID: pdf002

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Total Noticed: 27

Date Rcvd: Mar 29, 2016

***** BYPASSED RECIPIENTS (continued) *****

cr Sheldon Independent School District
cr The Official Committee of Unsecured Creditors
intp Upstream Exploration LLC
cr Weatherford U.S., L.P.
cr Westchester Fire Insurance Company
cr Wilmington Trust, National Association

TOTALS: 19, * 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.

Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.

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: Mar 31, 2016

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 March 29, 2016 at the address(es) listed below:

NONE.

TOTAL: 0