

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OKLAHOMA

IN RE:) Case No. 10-12185-R
) Chapter 11
RC SOONER HOLDINGS, LLC, et al.,)
)
Debtors.) (Jointly Administered)

**AMENDED MOTION OF OKLAHOMA ENERGY SOURCE LLC
FOR AN ORDER COMPELLING DEBTORS' COMPLIANCE WITH THE
STIPULATION FOR DISTRIBUTION OF TRUST FUND FOR PAYMENT OF UTILITIES
AND NOTICE OF OPPORTUNITY FOR HEARING**

Oklahoma Energy Source LLC ("OKES") moves the Court for entry of an order compelling Debtors' compliance with the Stipulation Between the Debtors and Oklahoma Energy Source Resolving Oklahoma Energy Source, LLC's Informal Objections to the Utility Motion (the "Stipulation") (Del. Doc. # 81) entered by the United States Bankruptcy Court for the District of Delaware in Case No. 10-105282(BLS) ("Delaware Bankruptcy Case") on March 22, 2010, which provided that the Debtors would establish a utility deposit account to cover post-petition utilities not paid by the Debtors. As grounds therefore, OKES would show the Court as follows:

1. The bankruptcy cases of the Debtors herein were commenced on February 22, 2010, by the filing of 17 separate voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in the Delaware Bankruptcy Court. An Order for Joint Administration of the 17 Cases was entered in the Delaware Bankruptcy Court on February 24, 2010 (Del. Doc. # 19).

2. On February 22, 2010, Debtors filed their Motion for Interim and Final Orders Under Section 366 of the Bankruptcy Code (A) Prohibiting Utility Providers from Altering, Refusing or Discontinuing Service, (B) Deeming Utilities Adequately Assured of

Future Payment, and (C) Establishing Procedures for Determining Adequate Assurance of Payment (Del. Doc. # 6).

3. On March 22, 2010, the Delaware Court entered the Stipulation (Del. Doc. #81) that provided Debtors would establish a utility deposit account for the payment of unpaid utilities in the amount of \$27,206.00 as provided in the Final Order (A) Prohibiting Utility Providers From Altering Refusing or Discontinuing Service, (B) Deeming Utilities Adequately Assured of Future Payment, and (C) Establishing Procedures for Determining Adequate Assurance of Payment entered on March 18, 2010 (Del. Doc. # 72). As set forth in the Stipulation, the Utility Deposit Account is "an escrow account established for the sole purpose of satisfying unpaid amounts for post-petition services by companies under the Interim Utility Order and the Final Utility Order and the Utility Deposit Account is not available for use in the general operations of the Debtors or to satisfy other administrative or non-administrative claims...." The Stipulation further provided that upon Notice of Delinquency by OKES, the bank at which the account was established would pay the utility provider. Counsel for the Debtors confirmed via e-mail that the account had been established. The Utility Deposit Account is at First Capital Bank.

4. On May 19, 2010, OKES filed its Notice of Debtors' Delinquency Pursuant to Stipulation (Del. Doc. # 171) and its Amendment to Notice of Debtors' Delinquency Pursuant to Stipulation (Del. Doc. # 180) which reduced the amount claimed. The amount owed to OKES for post-petition service is \$24,101.35. The Debtors did not file an objection to the Notice of Delinquency.

5. On July 14, 2010, a status conference was held by the Court in this case and counsel for the Debtors represented to the Court the existence of the Utility Deposit Account and that the amount claimed by OKES would be paid.

6. However, as of the date of the filing of this Motion, no disbursements from said fund have been received by OKES and over three (3) months have passed since the notice of delinquency and agreement of Debtors that such monies were due and owing to OKES.

7. OKES requests the Court enter an Order directing the Debtors to turnover and deliver the amount of \$24,101.35 to the undersigned counsel for OKES within ten (10) days of the date of the entry of an Order directing compliance by the Debtors.

NOTICE OF OPPORTUNITY FOR HEARING

Your rights may be affected. You should read this document carefully and consult your attorney about your rights and the effect of this document. **If you do not want the Court to grant the requested relief, or you wish to have your views considered, you must file a written response or objection to the requested relief with the Clerk of the United States Bankruptcy Court for the Northern District of Oklahoma, 224 South Boulder, Tulsa, Oklahoma 74103 no later than 14 days from the date of filing of this request for relief.**

Wherefore, OKES requests the Court enter an order directing the Debtors to turnover and deliver the sum of \$24,101.35 to counsel for OKES within ten (10) days of the date of the entry of an order with respect to this Motion.

s/ Doneen Douglas Jones

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on September 3, 2010, a true and correct copy of the foregoing motion was served electronically on participants in the CM/ECF system according to local procedures.

s/ Doneen Douglas Jones

Doneen Douglas Jones

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