

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

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In re: :
: Case No. 06-51848
CEP HOLDINGS, LLC, et al.,¹ : (Jointly Administered)
: :
Debtors. : Chapter 11
: :
: Honorable Marilyn Shea-Stonum
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**PROPOSED DOCKET SHEET FOR OCTOBER 24, 2006
HEARING AND STATUS CONFERENCE**

Pursuant to Article XV of this Court’s Case Management Order, CEP Holdings, LLC and its affiliated debtors and debtors in possession (each a “**Debtor**” and collectively, the “**Debtors**” or “**CEP**”) in the above-captioned Chapter 11 cases hereby submit this proposed docket sheet for consideration of the Court with respect to the Hearing/Status Conference Scheduled for October 24, 2006 at 9:30 AM. The following motions and applications are set to be heard:

1. Final Hearing on Motion for Emergency Order Authorizing Debtors to: (A) Use Cash Collateral on An Emergency Basis; (B) Incur Postpetition Debt on an Emergency Basis; (C) Grant Adequate Protection and Provide Security and other Relief to Wachovia Capital Finance Corporation (Central) and (D) Grant Certain Related Relief. [D.I. # 22]
 - a. **Status:** Objections have been filed by Honda of America Manufacturing, Inc. [D.I. # 91] and by the Creditors’ Committee [D.I. # 36]. Limited objections have been filed by Chase Equipment Leasing, Inc. [D.I. # 171] and Carlisle Engineered Products, Inc. [D.I. # 171]. The Debtors believe the Honda

¹ The Debtors include: CEP Holdings, LLC, Creative Engineered Polymer Products, LLC and Thermoplastics Acquisition, LLC.

objection has been mooted. With respect to the Creditors' Committee's objection, the Debtors, Wachovia Capital Finance Corporation (Central), the Creditors' Committee and the Participating Customers have been working toward a consensual resolution on an agreed final order.

2. Motion of the Debtors for Order (A) Granting Authority for the Sale of Assets pursuant to Section 363(b); (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with such Sale and Determining and Adjudicating Cure Amounts with respect to such Contracts and Leases pursuant to Section 365; (C) Establishing Bidding Procedures; (D) Setting Date for Auction and Hearing on Approval of Sale of Assets; and (E) Approving Form of Notice [D.I. # 103].
 - a. **Status:** Each of Wachovia Capital Finance Corporation (Central) and the Creditors' Committee filed a Response and Reservation of Rights [D.I. # 164 and 166, respectively]. The Committee has requesting that this Court defer the entry of an order on this Motion. The Debtors intend to move forward on this matter.
3. Motion of Debtors Pursuant to Sections 105(a), 363(b) and 503(c)(3) of the Bankruptcy Code, for Entry of an Order Authorizing Them to Adopt a Performance Bonus Plan and Make Payments Thereunder [D.I. # 97]
 - a. **Status:** Objections have been filed by the Creditors' Committee [D.I. # 165], the United Steelworkers [D.I. # 168] and the Independent Contractors [D.I. # 170]. The Debtors will be filing a response to the objections and plan to move forward on this request.
4. Motion Pursuant to Sections 105(A), 363(B), 507(A)(4), 507(A)(5) and 541(D) of the Bankruptcy Code for Entry of an Order (I) Authorizing the Debtors to Pay: (A) Prepetition Employee and Independent Contractor Wages, Salaries and Related Items; (B) Prepetition Employee and Independent Contractor Business Expenses; (C) Prepetition Contributions to and Benefits under Employee Benefit Plans; (D) Prepetition Employee Payroll Deductions and Withholdings; (E) Additional Workforce Costs and (F) All Costs and Expenses Incident to the Foregoing Payments and Contributions; and (II) Granting Certain Related Relief
 - a. **Status:** The United States Trustee and the Creditors' Committee objected to the payment of additional amounts to the Independent Contractors. The Debtors are withdrawing their request with respect to additional payment of the Independent Contractors.
5. Emergency Motion for Relief from Stay by Ford Motor Company [D.I. # 150]
 - a. **Status:** The Debtors and Ford Motor Company should have a resolution of this matter.

6. Application for Administrative Expenses filed by creditor ARJ Manufacturing LLC [D.I. # 106]

a. **Status:** The Debtors have objected [D.I. # 157] to this application and this matter is going forward.

7. Motion to Convert Case to Chapter 7 [D.I. # 40]

a. **Status:** The Court will hear initial arguments

Dated: October 23, 2006
Cleveland, Ohio

Respectfully submitted,

CEP HOLDINGS, LLC, *et. al.*,
Debtors and Debtors-in-possession

By: /s/ Joseph F. Hutchinson, Jr.
One of Their Attorneys

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