

**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 FEBRUARY 13, 2007
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 February 13, 2007 at 9:30 AM. The following motions and applications are set to be heard:

1. 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 [D.I. # 8]

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

- a. **Status:** The Debtors, Committee and Independent Contractors have agreed that the Debtors shall withdraw this Motion with respect to payment of any additional amounts to the Independent Contractors. The Independent Contractors reserve the right to file a separate motion and/or application seeking payment of any pre and/or post-petitions claims held by the Independent Contractors.

2. Motion of CitiCapital Commercial Corporation for Relief from Stay; Adequate Protection; For Allowance and Immediate Payment of Post-Petition Lease Obligations; and To Compel Assumption or Rejection of Master Equipment Lease Agreements. [D.I. # 316]
 - a. **Status:** Movant CitiCapital has granted the Debtors an extension to March 1, 2007 to object or otherwise respond to this Motion. Movant and Debtors request that this matter be adjourned to the March 6, 2007 hearing. The Debtors are investigating the status of the equipment leased by CitiCapital and will shortly be in a position to respond to the allegations in this Motion.

3. Motion to Reject Lease or Executory Contract for Property in Canton, Ohio and Belleville, Michigan, Effective as of January 31, 2007 [D.I. # 322]
 - a. **Status:** The landlord, NL Ventures, has filed an objection [D.I. # 342] to this Motion. The objection, however, does not oppose the relief sought in the Motion – the rejection of the Belleville and Canton leases effective as of January 31, 2007. Rather, the objection reserves the right of NL Venture to any Section 365(d)(3) claims which it may assert. NL Ventures in fact filed its Motion to Compel Debtor to Immediately Pay Section 365(d)(3) Claims or, Alternatively, Administrative Expense Claims [D.I. # 343] which motion will be heard on March 6, 2007. The Debtors believe that the issues raised by the objection and Motion to Compel can be properly address at the hearing on March 6, 2007.

4. Application of Debtors and Debtors in Possession, Pursuant to Sections 327(a), 328 and 330 of the Bankruptcy Code and Bankruptcy Rule 6005, for Entry of an Order Authorizing Them to Employ Gutmann & Middleton, Inc. as Appraiser, Effective as of January 25, 2007 [D.I. # 319]
 - a. **Status:** The Debtors believe that it is appropriate to move forward with this matter. The Debtors believe that this Application was timely filed and served pursuant to the Case Management Order so as to be set for hearing on February 13, 2007. No objections have been filed or voiced and the issue is *de minimis*. The Debtors respectfully request that the Court hear this matter.

5. Application of Debtors and Debtors in Possession, Pursuant to Sections 327(a), 328 and 330 of the Bankruptcy Code and Bankruptcy Rule 6005, for Entry of an Order Authorizing Them to Employ W. Burke Watson, Jr. as Appraiser, Effective as of January 25, 2007 [D.I. # 320]

a. **Status:** The Debtors believe that it is appropriate to move forward with this matter. The Debtors believe that this Application was timely filed and served pursuant to the Case Management Order so as to be set for hearing on February 13, 2007. No objections have been filed or voiced and the issue is *de minimis*. The Debtors respectfully request that the Court hear this matter.

6. Motion For An Order Pursuant To Section 365 Of The Bankruptcy Code Authorizing Debtors To Assume Amended Employment Agreement [D.I. # 290]

a. **Status:** No objections have been filed. The United States Trustee and the United Steelworkers were separately contacted regarding this Motion. The United Steelworkers have indicated that they will not be filing an objection. The United States Trustee has not yet indicated a position.

7. Amended Application of Carlisle Engineered Products, Inc. for the Allowance of Administrative Expense Claim [D.I. # 302]

a. **Status:** Carlisle, the Debtors and the Committee have agreed on a proposed order which was submitted to the Court by Carlisle.

Dated: February 12, 2007
Cleveland, Ohio

Respectfully submitted,

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

By: /s/ Thomas M. Wearsch
One of Their Attorneys

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