

EXHIBIT B

PROPOSED CURE NOTICE

**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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CURE NOTICE RELATED TO MOTION FOR ORDER (A) GRANTING AUTHORITY FOR THE SALE OF ASSETS PURSUANT TO § 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 § 365; (C) ESTABLISHING BIDDING PROCEDURES; (D) SETTING DATE FOR AUCTION AND HEARING ON APPROVAL OF SALE OF ASSETS; AND (E) APPROVING FORM OF NOTICE

<u>Counterparty</u>	<u>Debtor Entity Counterparty</u>	<u>Executory Contract or Lease</u>	<u>Cure Amount and/or Adequate Assurance Due</u>

1. The purpose of this Cure Notice is to provide information about the filing of Chapter 11 petitions by CEP Holdings, LLC, Creative Engineered Polymer Products, LLC and Thermoplastics Acquisition, LLC (collectively, “CEP” or the “Debtors”) and information regarding the method by which the Debtors may assume, assign and cure certain of its executory contracts and leases. You are receiving this Cure Notice because the Debtors may assume and assign your executory contract or lease.

2. The Chapter 11 case was filed in order to utilize the provisions of the Bankruptcy Code to sell substantially all of the assets and the business of the Debtors in an open, competitive bidding process, giving as much notice as possible to prospective purchasers who can make a determination as to whether to submit a bid for the purchase of the Debtors’ assets.

3. The Debtors have sought approval to sell their assets on a plant by plant basis. Certain of the Debtors’ plants will be shut down and other plants (the “Sale Facilities”) will be sold as going concerns. The Court has approved an auction (the “Auction”) of the Sale Facilities on November 29, 2006 at 9:00 AM at the offices of its counsel, Baker & Hostetler, LLP, 3200 National City Center, 1900 East Ninth Street, Cleveland, Ohio 44114. Further information regarding the Debtors and all pleadings in these cases, including the order approving this Cure Notice, can be viewed and downloaded on the Debtors’ bankruptcy website www.bmcgroup.com/cep.

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

4. As a part of the sale of the Sale Facilities, the Debtors, with the consent of the Bankruptcy Court, are seeking the ability to assume and assign certain of their executory contracts and leases (the “**Potential Assumed Contracts**”) to the successful bidder(s) at the Auction.

5. The Debtors were required to serve this Cure Notice to the counterparties (collectively, the “**Counterparties**” and each, a “**Counterparty**”) to the Potential Assumed Contracts.

6. If a Counterparty disagrees with the cure amount stated on its respective Cure Notice or contests the assumption of its contract, it must file an objection (a “**Cure Objection**”) with this Court within ten (10) days of service of this Cure Notice. Any objection to a Cure Amount must (i) describe in detail any default related to the executory contract or unexpired lease, and (ii) claim a specific monetary cure amount that differs from the amount (if any) specified by the Debtors in the Cure Notice.

7. If a Counterparty fails to timely object to the Cure Notice, such Counterparty will be deemed to have consented to (i) the Cure Amount and any adequate assurance of future performance proposed to be provided to the Counterparty, (ii) the assumption by the Debtors of its contract or unexpired lease, and (iii) the assignment by the Debtors of its contract or unexpired lease to the Successful Bidder, as applicable.

8. All Cure Objections will be resolved by the Court at the Sale Hearing on November 30, 2006 at 10:00 a.m.

9. The successful bidder(s) will have until the earlier of (i) December 19, 2006 or the date of the closing on its proposed purchase to indicate those Potential Assumed Contracts of which it will accept assignment. All contracts not so designated by the successful bidder(s) will not be deemed assumed by the Debtors.

Dated: October __, 2006
Cleveland, Ohio

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