

IT IS SO ORDERED.

Dated: 05:01 PM November 08 2006



UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re: : Case No. 06-51848
: (Jointly Administered)
CEP HOLDINGS, LLC, *et al.* :
: Chapter 11
Debtors. :
: Honorable Marilyn Shea-Stonum

**AGREED ORDER BETWEEN THE DEBTORS AND ARJ
MANUFACTURING, LLC FOR ALLOWANCE AND PAYMENT
OF ADMINISTRATIVE EXPENSE CLAIM**

Upon the Motion of ARJ Manufacturing LLC ("ARJ"), pursuant to, Sections 503(b)(9) and 363 of title 11 of the United States Code (the "Bankruptcy Code"), for entry of an order granting the allowance and immediate payment of ARJ's administrative expense claim for goods sold and delivered to the Debtors in the ordinary course (the "Motion"); the Court having reviewed the Motion and the Objection filed by the Debtors thereto, and having been informed by the parties at the hearing on this matter held on October 24, 2006 that the parties have resolved the Objection and the Debtors have agreed to pay ARJ's administrative expense claim

upon entry of this Agreed Order; and the Court having found and concluded that (i) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding, (iii) notice of the Motion was sufficient under the circumstances, and (iii) the legal and factual basis for the Debtors' agreement to pay ARJ's administrative expense claim establish just cause for approving this Agreed Order; and after due deliberation and sufficient cause appearing therefore:

IT IS HEREBY ORDERED THAT:

1. The Debtors have agreed to pay in the ordinary course of business to ARJ upon entry of this Agreed Order, the sum of \$101,533.18 representing its ordinary course administrative expense claim and such sum shall be paid upon entry of this Agreed Order to the extent that the Debtors have funds available to borrow from Wachovia Capital Finance Corporation (Central) pursuant to the Final Order Authorizing Debtors to: (A) Use Cash Collateral; (B) Incur Postpetition Debt; (C) Grant Adequate Protection and Provide Security And Other Relief to Wachovia Capital Finance Corporation (Central); and (D) Grant Certain Related Relief;

2. The terms and conditions of this Agreed Order shall be immediately effective and enforceable upon its entry.

IT IS SO ORDERED.

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Agreed:

BAKER & HOSTETLER LLP

/s/Thomas M. Wearsch per electronic approval

Joseph F. Hutchinson, Jr. (0018210)

Thomas M. Wearsch (0078403)

Eric R. Goodman (0076035)

3200 National City Center

1900 East 9th Street

Cleveland, Ohio 44114

Phone: 216.621.0200

Fax: 216.696.0740

Attorneys for the Debtors and

Debtors-in-Possession

TAFT, STETTINIUS & HOLLISTER, LLP

/s/Richard L. Ferrell

Richard L. Ferrell (0063176)

Taft, Stettinius & Hollister, LLP

425 Walnut Street, Ste. 1800

Cincinnati, Ohio 45240

(513) 381-2838 (Telephone)

(513) 381-0205 (Fax)

Attorneys for ARJ Manufacturing LLC

Serve:

jmallak@cepprod.com

maria.s.giannirakis@usdoj.gov

jhutchinson@bakerlaw.com

twearsch@bakerlaw.com

egoodman@bakerlaw.com

mfreedlander@mcguirewoods.com

sedison@mcguirewoods.com

alan.solow@goldbergkohn.com

jeremy.downs@goldbergkohn.com

shira.isenberg@goldbergkohn.com

random@butzel.com

mphillips@bfca.com

dneumann@bfca.com

dbaty@honigman.com

ssewer@honigman.com

mhammer@dickinson-wright.com

kkatsma@dickinson-wright.com

