

EXHIBIT A

PROPOSED ORDER

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

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In re: : Case No. 06-51848
: (Jointly Administered)
CEP HOLDINGS, LLC, et al.,¹ :
: Chapter 11
Debtors. :
: Honorable Marilyn Shea-Stonum
: :
----- X

**ORDER, PURSUANT TO SECTION 105(a) OF
THE BANKRUPTCY CODE (I) ENFORCING THE
PERFORMANCE BONUS PLAN ORDER AND (II) COMPELLING
PARTICIPATING CUSTOMERS TO RELEASE FUNDS FROM
THE BBK TRUST ACCOUNT SO THAT THE DEBTORS CAN MAKE
APPROVED PAYMENTS UNDER THE PERFORMANCE BONUS PLAN**

Upon the motion (the “**Motion**”)² of 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 (the “**Cases**”), for entry of an order, pursuant to section 105(a) of the

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

² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

Bankruptcy Code, enforcing the Performance Bonus Plan Order and compelling BBK and the Participating Customers to release funds from the BBK Trust Account so that the Debtors can make approved payments under the Performance Bonus Plan; the Court having reviewed the Motion and having heard the statements of counsel in support of the relief requested therein at a hearing before the Court (the “**Hearing**”); 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, (iv) the Participating Customers are required to release funds to the Debtors to fund the Performance Bonus Plan, and (v) the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED in its entirety.
2. The Participating Customers and BBK are hereby directed, pursuant to section 105(a) of the Bankruptcy Code, to release \$861,310.00 from the BBK Trust Account to the Debtors so that the Debtors can make approved payments under the Performance Bonus Plan.
3. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation of this Order.

IT IS SO ORDERED.

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