

EXHIBIT A

PROPOSED ORDER

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

-----	X
In re:	:
	:
CEP HOLDINGS, LLC,	:
	:
Debtor.	:
	:
(Employer Tax I.D. No. 20-3330088)	:
	:
-----	X
In re:	:
	:
CREATIVE ENGINEERED POLYMER PRODUCTS, LLC,	:
	:
Debtor.	:
	:
(Employer Tax I.D. No. 20-3210816)	:
	:
-----	X
In re:	:
	:
THERMOPLASTICS ACQUISITION, LLC,	:
	:
Debtor.	:
	:
(Employer Tax I.D. No. 20-3851291)	:
	:
-----	X

**ORDER PURSUANT TO BANKRUPTCY
RULE 1015(b) GRANTING JOINT ADMINISTRATION OF CASES**

Upon the motion (the “**Motion**”)¹ 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 Bankruptcy Rule 1015(b) directing the joint administration of the Cases; the Court having reviewed the Motion

¹ Capitalized terms not otherwise defined herein shall have the meanings given to them in 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 upon the Mallak Affidavit; 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 (iv) the legal and factual bases set forth in the Motion, the Mallak Affidavit, and at the Hearing establish just cause for the relief granted herein; and this Court having determined that granting the relief requested in the Motion is in the best interests of the Debtors, their estates and their creditors; and after due deliberation and sufficient cause appearing therefore;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent provided herein.
2. The Debtors’ respective captioned and numbered cases shall be, and hereby are, consolidated for procedural purposes only, and shall be jointly administered in accordance with Bankruptcy Rule 1015(b).
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the Debtors’ respective cases.
4. The caption of the jointly administered cases is to read as follows:

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

	x	
In re:	:	
	:	Case No. 06-61796
CEP HOLDINGS, LLC, <u>et al.</u> , ¹	:	(Jointly Administered)
	:	Chapter 11
Debtors.	:	
	:	Honorable Russ Kendig
	:	
	x	

5. A docket entry shall be made in each of the above-captioned and numbered cases substantially as follows:

An order has been entered in this case directing the procedural consolidation and joint administration of the Chapter 11 cases of CEP Holdings, LLC, Creative Engineered Polymer Products, LLC and Thermoplastics Acquisition, LLC. The docket in Case No. 06-61796 (RK) should be consulted for all matters affecting this case.

6. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation of this Order.

7. The requirement pursuant to Local Bankruptcy Rule 9013-1(a) that the Debtors file a memorandum of law in support of the Motion is hereby waived.

8. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry. The clerk of the Court is hereby directed to enter this order on the docket in each of the Cases.

Dated: September __, 2006
Canton, OH

UNITED STATES BANKRUPTCY JUDGE

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