

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

-----	x	Case Nos. 06-51848
In re	:	(Jointly Administered)
	:	
CEP HOLDINGS, LLC, <i>et al.</i> ,	:	Chapter 11
	:	Honorable Marilyn Shea-Stonum
Debtors.	:	
	:	
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**ORDER APPROVING SECOND INTERIM FEE APPLICATION OF
MCGUIREWOODS LLP FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM FEBRUARY 1, 2007 THROUGH MAY 31, 2007**

This matter having come before the Court upon the Second Interim Fee Application Request of McGuireWoods LLP for Interim Allowance of Compensation and Reimbursement of Expenses for the Period from February 1, 2007 through May 31, 2007 (the "Request"), notice for objection to these fees and expenses having been given as required by the Order Establishing

Interim Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and the one objection thereto having been withdrawn, and this Court being otherwise sufficiently advised, it is hereby

ORDERED that the Request be and hereby is APPROVED and that the firm of McGuireWoods LLP is hereby awarded approval of its attorneys' fees for the period of February 1, 2007 through May 31, 2007 in the amount of \$261,026.50 and reasonable expenses in the amount of \$5,626.88, subject to a ten percent (10%) fee holdback pending further order of Court. It is further

ORDERED that the Debtors are directed to immediately pay McGuireWoods LLP \$67,747.34, which represents ninety percent (90%) of fees and one hundred percent (100%) of expenses due and payable under the Administrative Order that have not been paid as of the date hereof.

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Respectfully submitted by:

/s/ Mark E. Freedlander
Mark E. Freedlander (PA I.D. #70593)
Sally E. Edison (PA I.D. #78678)
William C. Price (PA I.D. #90871)
23rd Floor, Dominion Tower
625 Liberty Avenue
Pittsburgh, PA 15222-3142
Telephone: 412.667.6000
Facsimile: 412.667.6050
Email: mfreedlander@mcguirewoods.com

Counsel to the Official Committee of Unsecured Creditors