

#4

IT IS SO ORDERED.

Dated: 11:14 AM September 26 2006



MARILYN SHEA-STONUM *JS*
U.S. Bankruptcy Judge

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
----- X

**ORDER (I) AUTHORIZING THE DEBTORS TO (A) PREPARE
A CONSOLIDATED LIST OF CREDITORS IN LIEU OF A
MATRIX AND (B) MAIL INITIAL NOTICES, AND (II) APPROVING
FORM OF INITIAL NOTICE OF COMMENCEMENT OF CASES**

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 (i) authorizing the Debtors to (a) prepare a consolidated list of creditors in lieu of a matrix and (b) mail initial notices, and (ii)

¹ The Debtors include: 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.

approving the form of initial notice in relation to the Cases, attached to the Motion as **Exhibit A** (the “**Initial Notice**”); 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 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 requirement under section 521(a)(1) of the Bankruptcy Code, Bankruptcy Rule 1007(a)(1), Local Bankruptcy Rules 1007-2, and any standing order to file a list of creditors with the Court as of the Petition Date is waived.
3. Notwithstanding Bankruptcy Rule 1007(d) and Local Bankruptcy Rules 1007-2, the Debtors are authorized to prepare a consolidated list of creditors and a list of equity security holders in a computer readable format that is acceptable to the Clerk of the Court and to make such list available only upon request.
4. The Debtors, with the assistance of BMC Group, Inc. (“**Agent**”) (upon this Court’s authorization to engage Agent as the Debtors’ notice and claims agent) are authorized, but not directed, to mail initial notices, such as (a) a notice of filing of the Chapter 11 Cases; (b) a notice of a meeting of creditors under section 341 of the Bankruptcy Code; and (c) any

correspondence the Debtors may wish to send to creditors as part of the Debtors' communication efforts to keep their creditors informed with respect to the status of the Chapter 11 Cases.

5. The form of the Initial Notice attached to the Motion as **Exhibit A** is approved.

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.

IT IS SO ORDERED.

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EXHIBIT A

PROPOSED FORM OF 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
----- x

**NOTICE OF (A) COMMENCEMENT OF CHAPTER 11 CASES;
(B) MEETING OF CREDITORS PURSUANT TO BANKRUPTCY CODE
SECTION 341; AND (C) APPLICABILITY OF THE AUTOMATIC STAY**

TO ALL INTERESTED PARTIES:

COMMENCEMENT OF CASES: On September 20, 2006, 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”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Northern District of Ohio (the “Court”). The Debtors’ addresses and federal tax identification number are listed below.

CEP Holdings, LLC

Address: 3650 West Market Street,
Suite 340
Akron Ohio 44333

Federal Tax ID Number: 20-3330088

**Creative Engineered Polymer
Products, LLC**

Address: 3650 West Market Street,
Suite 340
Akron Ohio 44333

Federal Tax ID Number: 20-3210816

Thermoplastics Acquisition, LLC

Address: 3650 West Market Street,
Suite 340
Akron Ohio 44333

Federal Tax ID Number: 20-3851291

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

AUTOMATIC STAY: A creditor is anyone to whom the Debtor owes money or property or who has a claim against property of the Debtor's estate. Under the Bankruptcy Code, the Debtor is granted certain protection against creditors. UNDER BANKRUPTCY CODE SECTION 362(a), ENTITLED "AUTOMATIC STAY," THE FILING OF A BANKRUPTCY PETITION OPERATES AS STAY THAT PROTECTS THE DEBTOR AND PROPERTY OF THE DEBTOR'S ESTATE. COMMON EXAMPLES OF PROHIBITED ACTIONS BY CREDITORS, ARE CONTACTING THE DEBTOR TO DEMAND REPAYMENT, TAKING ACTION AGAINST THE DEBTOR TO COLLECT MONEY OWED TO CREDITORS OR TO TAKE PROPERTY OF THE DEBTOR, AND STARTING OR CONTINUING COLLECTION ACTIONS, FORECLOSURE ACTIONS, OR REPOSSESSIONS. IF A CREDITOR VIOLATES THE AUTOMATIC STAY, THE COURT MAY HOLD THE CREDITOR IN CONTEMPT OF COURT AND ASSESS COMPENSATORY AND PUNITIVE DAMAGES WITH ATTENDANT POSSIBILITY OF COSTS AND OTHER EXPENSES. A creditor who is considering taking action against the Debtor or property of the Debtor's estates should review Bankruptcy Code Section 362 and may wish to seek legal advice.

MEETING OF CREDITORS: A representative of the Debtor, as specified in Rule 9001(5) of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), is required to appear at the Bankruptcy Code Section 341 meeting of creditors on the date and at the place set forth below to be examined under oath. Attendance by creditors at the meeting is welcomed, but not required. At the meeting, creditors may examine the Debtor and transact other business as may properly come before the meeting. The meeting may be continued or adjourned from time to time by notice at the meeting, without further written notice to creditors.

MEETING OF CREDITORS

Date: October 25, 2006

Location: First Energy Building
Room 120, Plaza Atrium Level
76 S. Main Street
Akron, Ohio 44308

Time: 10:30 a.m. (prevailing Eastern Time)

PROOF OF CLAIM: The Debtors will file schedules of creditors pursuant to Bankruptcy Rule 1007. Any creditor holding a scheduled claim not listed as disputed, contingent, or unliquidated as to amount may, but is not required to, file a proof of claim in these cases. Creditors whose claims are not scheduled or whose claims are listed as disputed, contingent, or unliquidated as to amount and who desire to participate in these cases or share in any distribution must file their proofs of claim. A creditor who desires to rely on the schedules of creditors has the responsibility for determining that the claim is listed accurately. A proof of claim form and the deadline notice will be sent to you later. A deadline for the last day for filing proofs of claim has not yet been established.

PURPOSE OF CHAPTER 11 FILING: Chapter 11 of the Bankruptcy Code enables a debtor to reorganize pursuant to a plan. A plan of reorganization is not effective unless

confirmed by the Court after a confirmation hearing. Creditors will be given notice concerning any plan, or if these cases are dismissed or converted to another chapter of the Bankruptcy Code. The Debtor will remain in possession of its properties and will continue to operate its business unless a trustee is appointed.

NOTICE PROCEDURES: On September ___, 2006, the Court entered an Order Establishing Certain Notice, Case Management, And Administrative Procedures (the "Notice Procedures Order"). The Notice Procedures Order describes the notice procedures that apply in this chapter 11 case. All parties who desire to participate in these chapter 11 cases must follow the procedures set forth in the Notice Procedures Order. Parties can obtain a copy of the Notice Procedures Order and all other documents filed electronically with the Court in this case by: (i) accessing the Debtors' bankruptcy website www.bmcgroup.com/cep, or (ii) contacting the Clerk of the Court at 455 U.S. Courthouse, 2 South Main Street, Akron, Ohio 44308.

Dated: September 25, 2006
Cleveland, OH

CEP HOLDINGS, LLC, et al.,
Debtors and Debtors-in-possession

By: /s/ Joseph F. Hutchinson, Jr.
One of Their Attorneys

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