

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

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

AFFIDAVIT OF SERVICE

I, James H. Myers, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. I am employed by BMC Group, Inc., the Notice, Claims and Balloting Agent for the Debtors and Debtors-in-Possession in the above-captioned cases, whose business address is 444 North Nash Street, El Segundo, California 90245.

2 At the direction of McGuireWoods, LLP, Counsel for the CEP Liquidating Trust, copies of the document identified below and attached hereto as Exhibit "1" were served on the parties as set forth below in Exhibit "A" at the addresses shown thereon and via the modes of service indicated thereon, on the 21st day of May, 2008:

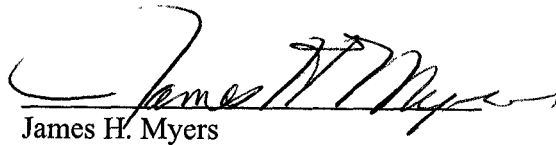
Exhibit "1" STIPULATION AND AGREED ORDER RESOLVING CLAIM OF INTEGRYS ENERGY SERVICES OF NY

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

Exhibit "A" Address List regarding Exhibit "1"

- Those parties who have requested special notice and the Core Group are referenced in Service Lists 29018, 29019 and 29022
- The Affected Party is referenced in Service List 29020

DATED: May 27, 2008
El Segundo, California



James H. Myers

State of California)
)
County of Los Angeles)

On May 27, 2008 before me, Yvette Knopp, a Notary Public, personally appeared James H. Myers, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

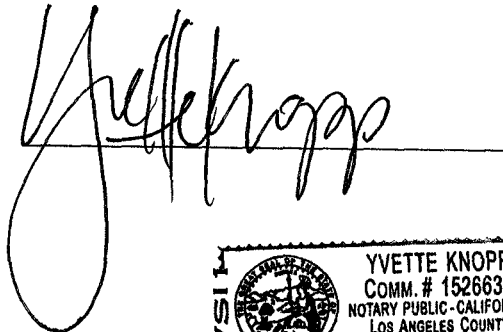
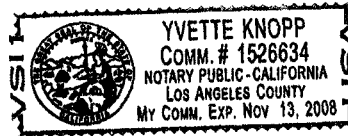



EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

IN RE:	:	Case No. 06-51848
	:	(Jointly Administered)
CEP HOLDINGS, LLC, <u>et al.</u> , ¹	:	
	:	Chapter 11
Debtors.	:	
	:	Honorable Marilyn Shea-Stonum
	:	United States Bankruptcy Judge
	:	
	:	Related to Docket No. 767, 797 and 813

**STIPULATION AND AGREED ORDER RESOLVING CLAIM OF
INTEGRYS ENERGY SERVICES OF NY**

The CEP Liquidating Trust, as successor in interest to the above-captioned debtors-in-possession, (the "Trust") and Integrys Energy Services of NY ("Integrys") hereby stipulate as follows:

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

RECITALS

A. On September 20, 2006, the Debtors filed with this Court its voluntary petitions for relief under Chapter 11 of the Bankruptcy Code (the "Petition Date").

B. On November 29, 2007, Integrys filed an Application for the Allowance of an Administrative Expense Claim in the amount of \$24,584.41 (the "Integrys Administrative Claim") (Docket 767).

C. On January 25, 2008, the Trust filed an objection to the Integrys Administrative Claim (the "Trust Objection") (Docket 797).

D. The Trust and Integrys have reconciled the Trust's liabilities to Integrys and have agreed to the following treatment of the Administrative Claim under the terms set forth below.

STIPULATION

E. The Trust and Integrys agree the Integrys Administrative Claim shall be allowed in the amount of \$20,692.57 as an administrative expense. Payment shall be made so that Integrys actually receives payment of the \$20,692.57 amount on or within ten (10) business days from the date on which this Stipulation and Agreed Order becomes final and non-appealable.

F. Each person proposing this Stipulation represents that he or she has full authority and capacity to make the commitment contained in this Stipulation.

WHEREFORE, the Court finds that good cause exists for approving the settlement of the parties as contained in this Agreed Order.

IT IS, THEREFORE, ORDERED THAT:

1. The Integrys Administrative Claim is hereby allowed in the amount of \$20,692.57 as an administrative expense.
2. The amount set forth in paragraph 1 above represents the full and final obligation of the Trust to Integrys.
3. Nothing contained herein shall preclude Integrys from pursuing any amounts identified in the Integrys Administrative Claim that are not allowed by virtue of the entry of this Order against any party other than the Trust. To the extent the Trust may have a claim against any third party for such amounts, the Trust assigns its rights, if any, to pursue such amounts to Integrys.
4. The Trust is authorized and directed to pay Integrys the administrative expense allowed in paragraph 1 above on or within ten (10) business days from the date on which this Stipulation and Agreed Order becomes final and non-appealable.

IT IS SO ORDERED.

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Respectfully submitted by:

/s/ Mark E. Freedlander
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William C. Price (PA I.D. #90871)
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STIPULATED AND AGREED TO BY:

/s/ Steven W. Mastrantonio

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*Attorneys for Integrys Energy
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/s/ William C. Price

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Attorneys for the CEP Liquidating Trust

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EXHIBIT A

for CEP Holdings, LLC, et al.

Total number of parties: 81

Exhibit A - CEP Holdings

Svc Lst	Name and Address of Served Party	Mode of Service
29018	BEVERLY H SHIDELER, (RE IBM CORP), BSHIDE@US IBM COM	E-mail
29018	BRIAN ILLION VP AND GC, (RE ABC GROUP OF COMPANIES), BILLION@ABCGRP COM	E-mail
29019	PEYTON C COCHRANE, (RE TAX COLLECTOR), 714 GREENSBORO AVE RM 124, TUSCALOOSA, AL, 35401	US Mail (1st Class)
29019	ROSA DOMINY, (RE IOS CAPITAL INC), 1738 BASS RD, PO BOX 13708, MACON, GA, 31208-3708	US Mail (1st Class)
29018	ACCOUNTING DEPARTMENT, DAVID ENGLISH MANAGER, (RE TRIDON), DENGLISH@IDEAL-TRIDONCLAMPS COM	E-mail
29019	ARGO PARTNERS, (RE TRANSFER AGENT), 12 WEST 37TH ST, 9TH FL, NEW YORK, NY, 10018	US Mail (1st Class)
29019	ARGO PARTNERS, PAUL S BERG, (RE TRANSFER AGENT), 12 WEST 37TH ST, 9TH FL, NEW YORK, NY, 10018	US Mail (1st Class)
29019	ASM, ADAM MOSKOWITZ, (RE TRANSFER AGENT), 7600 JERICHO TURNPIKE, STE 302, WOODBURY, NY, 11797	US Mail (1st Class)
29018	ASST ATTORNEY GENERAL, VICTORIA A REARDON, (RE MICHIGAN DEPT OF TREASURY), REARDONV@MICHIGAN GOV	E-mail
29019	ATRADIUS TRADE CREDIT INS, DANA SANTILLI, (RE TRANSFER AGENT), 5026 CAMPBELL BLVD, STE C, BALTIMORE, MD, 21236	US Mail (1st Class)
29018	ATTORNEY GENERAL, MICHAEL A COX, (RE MICHIGAN DEPT OF TREASURY), REARDONV@MICHIGAN GOV	E-mail
29018	BAKER & HOSTETLER LLP, JOSEPH F HUTCHINSON, JR, JHUTCHINSON@BAKERLAW COM	E-mail
29018	BAKER & HOSTETLER LLP, NORMA MILLER, NMILLER@BAKERLAW COM	E-mail
29018	BAKER & HOSTETLER LLP, THOMAS WEARSCH, TWEARSCH@BAKERLAW COM	E-mail
29018	BALCH & BINGHAM LLP, ERIC T RAY, (RE ALABAMA POWER CO), ERAY@BALCH COM	E-mail
29018	BALCH & BINGHAM LLP, W CLARK WATSON, (RE ALABAMA POWER CO), CWATSON@BALCH COM	E-mail
29019	BANKRUPTCY ADMINISTRATION, (RE IKON FINANCIAL SERVICES), 1738 BASS RD, PO BOX 13708, MACON, GA, 31208-3708	US Mail (1st Class)
29018	BECKET AND LEE LLP, GILBERT B WEISMAN, (RE AMERICAN EXPRESS TRAVEL), NOTICES@BECKET-LEE COM	E-mail
29018	BENESCH FRIEDLANDER COPLAN, DAVID M NEUMANN, (RE WACHOVIA CAPITAL FINANCE CORP), DNEUMANN@BFCA COM	E-mail
29018	BENESCH FRIEDLANDER COPLAN, MARK A PHILLIPS, (RE WACHOVIA CAPITAL FINANCE CORP), MPHILLIPS@BFCA COM	E-mail
29018	BENESCH FRIEDLANDER COPLAN, STUART A LAVEN JR, (RE WACHOVIA CAPITAL FINANCE CORP), SLAVEN@BFCA COM	E-mail
29018	BUCKLEY KING LPA, JEFFREY C TOOLE, (RE CHASE EQUIPMENT LEASING INC), TOOLE@BUCKLEYKING COM	E-mail
29018	BUTZEL LONG, TOM B RADOM ESQ, (RE DELPHI AUTOMOTIVE SYSTEMS LLC), RADOM@BUTZEL COM	E-mail
29018	CALFEE HALTER & GRISWOLD LLP, JEAN R ROBERTSON, (RE DEBTOR/DEBTOR IN POSSESSION), JROBERTSON@CALFEE COM	E-mail
29019	CEP HOLDINGS, LLC, JAMES D VAN TIEM, 3465 S ARLINGTON RD STE E, AKRON, OH, 44312-5272	US Mail (1st Class)
29019	CEP HOLDINGS, LLC, JOSEPH MALLAK, PRES, 3465 S ARLINGTON RD STE E, AKRON, OH, 44312-5272	US Mail (1st Class)
29018	CONTRARIAN CAPITAL MANAGEMENT, SETH LAX, (RE TRANSFER AGENT), SOLAX@CONTRARIANCAPITAL COM	E-mail
29019	CONTRARIAN FUNDS LLC, (RE TRANSFER AGENT), 411 WEST PUTNAM ABE, STE 225, GREENWICH, CT, 06830	US Mail (1st Class)
29019	DBA REVENUE MANAGEMENT, LIQUIDITY SOLUTIONS, (RE TRANSFER AGENT), ONE UNIVERSITY PLZ, STE 312, HACKENSACK, NJ, 07601	US Mail (1st Class)
29018	DICKINSON WRIGHT PLLC, DANIEL F GOSCH, (RE VISTEON CORP), DGOSCH@DICKINSONWRIGHT COM	E-mail

Exhibit A - CEP Holdings

Svc Lst	Name and Address of Served Party	Mode of Service
29018	DICKINSON WRIGHT PLLC, JAMES A PLEMMONS, (RE DAIMLERCHRYSLER CORP), JPLEMMONS@DICKINSONWRIGHT COM	E-mail
29018	DICKINSON WRIGHT PLLC, KRISTI A KATSMAN, (RE VISTEON CORP), KKATSMAN@DICKINSONWRIGHT COM	E-mail
29018	DICKINSON WRIGHT PLLC, MICHAEL C HAMMER, (RE VISTEON CORP), MCHAMMER2@DICKINSONWRIGHT COM	E-mail
29018	DUPONT, BRUCE D TOBIANSKY, (RE COMMITTEE OF UNSECURED CREDITORS), BRUCE D TOBIANSKY@USA DUPONT COM	E-mail
29018	EXCEL POLYMERS LLC, KRIS KRIEGER, (RE COMMITTEE OF UNSECURED CREDITORS), KRIS KRIEGER@EXCEL-POLYMERS COM	E-mail
29018	FAIR HARBOR CAPITAL LLC, FREDERIC GLASS, (RE TRANSFER AGENT), FGLASS@FAIRHARBORCAPITAL COM	E-mail
29018	FIRTH JOHNSTON MARTINEZ, VICTOR M FIRTH, (RE DURABOX DE CHIHUAHUA SA), VFIRTH@F- JLAW COM	E-mail
29018	FIRTH JOHNSTON MARTINEZ, VICTOR M FIRTH, (RE DURABOX DE CHIHUAHUA SA), FPOE@F- JLAW COM	E-mail
29018	FOLEY & LARDNER LLP, DAVID D DRAGICH, (RE KAUTEX TEXTRON), DDRAGICH@FOLEY COM	E-mail
29018	FULBRIGHT & JAWORSKI LLP, MICHAEL M PARKER, (RE NL VENTURES V CARLISLE LP), MPARKER@FULBRIGHT COM	E-mail
29018	GOLD KEY PROCESSING LTD, JOHN KOTARA, (RE COMMITTEE OF UNSECURED CREDITORS), JOHN KOTARA@GOLDKEY-US COM	E-mail
29018	GOLDBERG KOHN BELL BLACK, SHIRA ISENBERG, (RE WACHOVIA CAPITAL FINANCE CORP), SHIRA ISENBERG@GOLDBERGMKOHN COM <i>email failed</i>	E-mail
29022	GOLDBERG KOHN BELL BLACK, SHIRA ISENBERG, (RE WACHOVIA CAPITAL FINANCE CORP), 55 EAST MONROE STREET, STE 3700, CHICAGO, IL, 60603	US Mail (1st Class)
29018	GOLDBERG KOHN, ALAN P SOLOW, (RE WACHOVIA CAPITAL FINANCE CORP), ALAN SOLOW@GOLDBERGMKOHN COM	E-mail
29018	GOLDBERG KOHN, JEREMY M DOWNS, (RE WACHOVIA (SECURED LENDERS)), JEREMY DOWNS@GOLDBERGMKOHN COM	E-mail
29018	HONIGMAN MILLER SCHWARTZ & COHN LLP, DONALD F BATY JR ESQ, (RE GENERAL MOTORS CORP), DBATY@HONIGMAN COM	E-mail
29018	HONIGMAN MILLER SCHWARTZ & COHN LLP, E TODD SABLE ESQ, (RE VALEO INC & VALEO ELECTRICAL SYS), TSABLE@HONIGMAN COM	E-mail
29018	HONIGMAN MILLER SCHWARTZ & COHN, AARON M SILVER ESQ, (RE GENERAL MOTORS CORP), ASILVER@HONIGMAN COM	E-mail
29018	HONIGMAN MILLER SCHWARTZ & COHN, SARAH HILTZ SEEWER, (RE GENERAL MOTORS CORP), SSEEWER@HONIGMAN COM <i>email failed</i>	E-mail
29022	HONIGMAN MILLER SCHWARTZ & COHN, SARAH HILTZ SEEWER, (RE GENERAL MOTORS CORP), 2290 FIRST NATIONAL BLDG, 660 WOODWARD AVE, DETROIT, MI, 48226	US Mail (1st Class)
29018	HOWARD M METZENBAUM US COURTHOUSE, MARIA D GIANNIRAKIS, (RE US TRUSTEE), MARIA D GIANNIRAKIS@USDOJ GOV	E-mail
29018	HUNTER & SCHANK CO LPA, JOHN J HUNTER JR, (RE FAURECIA AUTOMOTIVE SEATING), JRHUNTER@HUNTERSCHANK COM	E-mail
29018	LAMM RUBENSTONE LESAVOY, ERIC STECKERL, (RE CO ACTIV CAPITAL CORP), ESTECKERL@LAMMRUBENSTONE COM	E-mail
29018	LANXESS CORP, ALAN P RUGH, (RE COMMITTEE OF UNSECURED CREDITORS), ALAN RUGH@LANXESS COM	E-mail
29018	LEECH TISHMAN FUSCALDO & LAMPL, CHRIS BOYER ESQ, (RE WASHINGTON PENN PLASTIC CO), CBOYER@LEECHTISHMAN COM	E-mail
29018	MCDONALD HOPKINS CO LPA, SHAWN M RILEY, (RE DEBTOR/DEBTOR IN POSSESSION), SRILEY@MCDONALDHOPKINS COM	E-mail
29018	MCGUIRE WOODS LLP, MARK E FREEDLANDER ESQ, (RE COMMITTEE OF UNSECURED CREDITORS), MFREEDLANDER@MCGUIREWOODS COM	E-mail
29018	MCGUIRE WOODS LLP, SALLY E EDISON ESQ, (RE COMMITTEE OF UNSECURED CREDITORS), SEDISON@MCGUIREWOODS COM	E-mail
29018	MCGUIRE WOODS LLP, WILLIAM PRICE, (RE COMMITTEE OF UNSECURED CREDITORS), WPRICE@MCGUIREWOODS COM	E-mail

Exhibit A - CEP Holdings

Svc Lst	Name and Address of Served Party	Mode of Service
29018	MCGUIREWOODS LLP, MICHAEL J ROESCHENTHALER ESQ, (RE COMMITTEE OF UNSECURED CREDITORS), MROESCHENTHALER@MCGUIREWOODS COM	E-mail
29018	MCGUIREWOODS LLP, RONALD W CROUCH, (RE LIQUIDATING TRUST), RCROUCH@MCGUIREWOODS COM	E-mail
29018	OFFICE OF CHIEF COUNSEL, GENNICE D BRICKHOUSE, (RE PENSION BENEFIT GUARANTY CORP), EFILE@PBGC GOV	E-mail
29018	OFFICE OF CHIEF COUNSEL, GENNICE D BRICKHOUSE, (RE PENSION BENEFIT GUARANTY CORP), BRICKHOUSE GENNICE@PBGC GOV	E-mail
29018	OFFICE OF THE OHIO ATTORNEY GENERAL, DONN D ROSENBLUM, (RE BWC STATE OF OHIO), DROSENBLUM@AG STATE OH US	E-mail
29018	PA DEPT OF LABOR & INDUSTRY, TIMOTHY BORTZ, (RE UNEMPLOYMENT COMP TAX SERVICES), TBORTZ@STATE PA US	E-mail
29018	PBGC, JEFFREY B COHEN CHIEF COUNSEL, (RE PENSION BENEFIT GUARANTY CORP), EFILE@PBGC GOV	E-mail
29018	PEAR SPERLING EGGAN & DANIELS PC, KEVIN SUMMERS, (RE ATS AUTOMATION TECHNOLOGY SCHWOPE), KSUMMERS@PSEDLAW COM	E-mail
29018	RHODIA, DOREEN WILSON-BAILEY, (RE COMMITTEE OF UNSECURED CREDITORS), DOREEN WILSON-BAILEY@US RHODIA COM	E-mail
29020	RODERICK LINTON LLP , STEVEN W MASTRANTONIO, SMASTRANTONI@RODERICKLINTON COM	E-mail
29018	SCHIRRMEISTER DIAZ-ARRASTIA BREM, GEORGE R DIAZ-ARRASTIA, (RE DU-PONT MEXICO), GDARRASTIA@SDABLAW COM	E-mail
29019	SCHWARZWALD & MCNAIR LLP, DAVID M FUSCO, (RE UNITED STEEL PAPER FORESTRY ET AL), PENTON MEDIA BLDG, 1300 EAST NINTH ST STE 616, CLEVELAND, OH, 44114-1503	US Mail (1st Class)
29018	STROBL & SHARP PC, LYNN M BRIMER, (RE PRIMA TECHNOLOGIES INC), LBRIMER@STROBLPC COM	E-mail
29019	THE BROWN CORP OF GREENVILLE, MARK FERDERBER, (RE COMMITTEE OF UNSECURED CREDITORS), 1927 N THEOBALD ST, GREENVILLE, MS, 38703	US Mail (1st Class)
29018	THE NANTUMCDONALDCKET BUILDING, JOHNATHAN P BLAKELY ESQ, (RE BERNLOHR WERTZ LLP), JBLAKELY@B-WLAW COM	E-mail
29019	THOMPSON HINE LLP, ANDREW L TURSCAK JR, (RE FORD MOTOR COMPANY), 3900 KEY CENTER, 127 PUBLIC SQUARE, CLEVELAND, OH, 44114-1216	US Mail (1st Class)
29019	THOMPSON HINE LLP, JENNIFER A LESNY FLEMING, (RE FORD MOTOR COMPANY), 3900 KEY CENTER, 127 PUBLIC SQUARE, CLEVELAND, OH, 44114-1216	US Mail (1st Class)
29018	VORYS SATER SEYMOUR AND PEASE LLP, CARRIE M BROSIUS, (RE CARLISLE ENGINEERED PRODUCTS INC), CMBROSIUS@VSSP COM	E-mail
29018	VORYS SATER SEYMOUR AND PEASE LLP, DREW T PAROBK ESQ, (RE CARLISLE ENGINEERED PRODUCTS INC), DTPAROBK@VSSP COM	E-mail
29018	VORYS SATER SEYMOUR AND PEASE LLP, ROBERT J SIDMAN ESQ, (RE HONDA OF AMERICA MFG), RJSIDMAN@VSSP COM	E-mail
29018	VORYS SATER SEYMOUR AND PEASE LLP, ROBERT J SIDMAN ESQ, (RE HONDA OF AMERICA MFG), RJSIDMAN@VSSP COM	E-mail
29018	WASHINGTON PENN PLASTIC CO INC, BOB STOUGH, (RE OAKBROOK TERRACE), STOUGH@WASHPENN COM	E-mail

Subtotal for this group: 81