

**IT IS SO ORDERED.**

**Dated: 03:24 PM July 10 2008**



**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, et al.,<sup>1</sup> :  
: Chapter 11  
Debtors. :  
: Honorable Marilyn Shea-Stonum  
: United States Bankruptcy Judge  
:

**STIPULATION AND AGREED ORDER RESOLVING CLAIMS  
OF WACKER SILICONES CORP.**

The CEP Liquidating Trust, as successor in interest to the above-captioned debtors-in-possession, (the "Trust") and Wacker Silicones Corp. ("Wacker") hereby stipulate as follows:

**RECITALS**

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

---

<sup>1</sup> The Debtors are: CEP Holdings, LLC; Creative Engineered Polymer Products, LLC; and Thermoplastics Acquisition, LLC.

2. In their bankruptcy schedules, the Debtors listed Wacker as having a general, unsecured nonpriority claim in an amount equal to \$26,377.04.

3. Wacker filed a proof of claim on January 12, 2007, setting forth a general, unsecured nonpriority claim (the "Wacker Claim"). The Wacker Claim sets forth two inconsistent amounts allegedly due and owing Wacker, representing that Wacker is owed \$35,063.70 in section 4 of the proof of claim form and \$53,968.14 in section 5 of the proof of claim form.

4. The Trust and Wacker have reconciled the Wacker Claim and have agreed to the following treatment of the Wacker Claim under the terms set forth below.

#### **STIPULATION**

5. The Trust and Wacker agree that the Wacker Claim is ALLOWED in an amount equal to \$35,063.70.

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

7. The relief set forth in this Stipulation resolves only the Wacker Claim as defined herein and does not adjudicate the rights of the parties with respect to any other claims, requests for payment, causes of actions or otherwise. The rights of the Trust and Wacker with respect to any other claims, requests for payment, causes of actions or otherwise are hereby expressly reserved.

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 Wacker Claim is hereby ALLOWED in an amount equal to \$35,063.70.

**IT IS SO ORDERED.**

###

Respectfully submitted by:

/s/ Mark E. Freedlander  
Mark E. Freedlander (PA I.D. #70593)  
William C. Price (PA I.D. #90871)  
625 Liberty Avenue, 23<sup>rd</sup> Floor  
Pittsburgh, PA 15222-3142  
Telephone: 412.667.6000  
Facsimile: 412.667.6050  
Email: [mfreedlander@mcguirewoods.com](mailto:mfreedlander@mcguirewoods.com)

STIPULATED AND AGREED TO BY:

/s/ Sandy Lewis  
Sandy Lewis  
Wacker Chemical Corporation  
3301 Sutton Road  
Adrian, MI 49221  
517-264-8466  
517-264-4082 fax  
[Sandy.Lewis@wacker.com](mailto:Sandy.Lewis@wacker.com)

/s/ William C. Price  
William C. Price  
McGuireWoods LLP  
625 Liberty Avenue, 23<sup>rd</sup> Floor  
Pittsburgh, PA 15222  
412-667-6000  
412-667-6050 fax  
[wprice@mcguirewoods.com](mailto:wprice@mcguirewoods.com)

*Manager, Credit Accounts Receivable  
& Payable for Wacker Chemical Corp.,  
an affiliated entity of Wacker Silicones  
Corp.*

*Attorneys for the CEP Liquidating Trust*

## CERTIFICATE OF SERVICE

District/off: 0647-5  
Case: 06-51848User: bhemi  
Form ID: pdf701Page 1 of 3  
Total Served: 83

Date Rcvd: Jul 10, 2008

The following entities were served by first class mail on Jul 12, 2008.

db CEP Holdings, LLC, 3650 W. Market Street, Suite 340, Akron, OH 44333

aty +Aaron M Silver, Honigman Miller Schwartz & Cohn LLP, 2290 First National Bldg,  
Detroit, MI 48226-3583

aty +Alan P. Solow, Benesch Friedlander Coplan & Aronoff LLP, 2300 BP Tower, 200 Public Square,  
Cleveland, OH 44114-2316

aty +Andrew L. Unterlack, Lamm Ruberstone Lesavoy Butz & David LLC, 3600 Horizon Blvd, #200,  
Trevose, PA 19053-4949

aty +Baker & Hostetler LLP, 3200 National City Center, 1900 East Ninth Street,  
Cleveland, OH 44114-3404

aty +David G. Dragich, Foley & Lardner LLP, 500 Woodward Ave., #2700, Detroit, MI 48226-3489

aty +George R. Diaz-Arrastia, Schirmeister Diaz-Arrastia Brem LLP, Pennzoil Place - North Tower,  
700 Milam, 10th Floor, Houston, TX 77002-2806

aty +Jonathan P. Blakely, The Nantucket Building, 23 S Main St 3rd FL, Akron, OH 44308-1818

aty +Kevin N. Summers, 1349 S. Huron St., #1, Ypsilanti, MI 48197-7022

aty +McGuireWoods LLP, 625 Liberty Ave, 23rd Floor, Pittsburgh, PA 15222-3110

aty +Nicole Y Lamb-Hale, 500 Woodward Ave., #2700, Detroit, MI 48226-3489

aty +Ohio Bureau of Workers' Compensation c/o Donn D. R., 20 West Federal St., 3rd Floor,  
Youngstown, OH 44503-1423, UNITED STATES

aty +Ronald W. Crouch, 23rd Floor, Dominion Tower, 625 Liberty Ave., Pittsburgh, PA 15222-3110

aty +Sharon L Royer, Harrisburg Bankruptcy and Compliance, 1171 S Cameron St, #312,  
Harrisburg, PA 17104-2510

aty +Victor M. Firth, Firth Johnston Martinez, 415 N. Mesa, Third Floor,  
El Paso, TX 79901-1221

aty +William C. Price, McGuireWoods LLP, 23rd Floor, Dominion Tower, 625 Liberty Ave.,  
Pittsburgh, PA 15222-3110

cr AMERICAN EXPRESS TRAVEL RELATED SVCS CO INC CORP C, C/O BECKET AND LEE LLP, POB 3001,  
MALVERN, PA 19355-0701

cr +ARJ Manufacturing LLC, c/o Richard L. Ferrell, Taft, Stettinius & Hollister, LLP,  
425 Walnut Street, Suite 1800, Cincinnati, OH 45202-3957

cr +AT&T Corp, Corporate Bankruptcy Office, 1355 W. University Dr., Mesa, AZ 85201-5419

cr +Alabama Power Company, c/o Clark W. Watson, Balch & Bingham LLP, P.O. Box 306,  
Birmingham, AL 35201-0306

cr +American Electric Power, c/o Atty. Russell R. Johnson, 2258 Wheatlands Drive,  
Manakin-Sabot, VA 23103-2168

cr +Argo Partners, 12 W 37th Street, 9th Fl., New York, NY 10018-7480

cr +Automotive Components Holdings, LLC, Dickinson Wright PLLC, 301 E. Liberty Street,  
Suite 500, Ann Arbor, MI 48104-2283, UNITED STATES

consult +BMC GROUP, BMC GROUP, 1330 E FRANKLIN AVE, EL SEGUNDO, CA 90245-4306

auc +Biditup Auctions Worldwide Inc, Attn: Steven Mattes, President, 11426 Ventura Boulevard,  
Studio City, CA 91604-3161

cr By-Lo Oil Co Inc, PO Box 611371, Port Huron, MI 48061-1371

cr +CEP Liquidating Trust, c/o Mark E. Freedlander, McGuireWoods LLP,  
Dominion Tower, 23rd Floor, 625 Liberty Avenue, Pittsburgh, PA 15222-3110

cr Carlisle Engineered Products, Inc., 15332 Old State Road, Middlefield, OH 44062

intp +Century Mold Mexico, LLC, c/o Lee E. Woodard, Esq., Harris Beach PLLC,  
One Park Place, 4th Floor, 300 South State Street, Syracuse, NY 13202-2024

cr +Chase Equipment Leasing, Inc., c/o Jeffrey C. Toole, Buckley King, LPA,  
600 Superior Ave., E., Suite 1400, Cleveland, OH 44114-2652

cr +Chemetall Oakite, 675 Central Ave., New Providence, NJ 07974-1560

intp +Contrarian Capital Management, LLC, 411 West Putnam Ave., Ste. 225, Greenwich, CT 06830-6281

cr +DaimlerChrysler Corporation, c/o James A. Plemmons, Dickinson Wright PLLC,  
500 Woodward Avenue, Suite 4000, Detroit, MI 48226-5403

intp +Delphi Automotive Systems, LLC, 5725 Delphi Drive, Troy, MI 48098-2815

cr +Dupont, c/o Bruce D. Tobiansky, Barley Mill Plaza, BMP26-2174, 4417 Lancaster Pike,  
Wilmington, DE 19805-1523

cr +ECS Services, 26993 Reaume Rd., Woodhaven, MI 48183-4344

cr +Excel Polymers LLC, c/o Kathy McDaniel, 6521 Davis Industrial Parkway, Solon, OH 44139-3549

cr +Fair Harbor Capital, LLC, 875 Avenue of the Americas, Suite 2305, New York, NY 10001-3565

cr Faurecia Automotive Seating, P.O. Box 498, Troy, MI 48099

cr +Glycon Corporation, 912 Industrial Dr., Tecumseh, MI 49286-9701

cr +Gold Key Processing Ltd., c/o Robert Toth, 14910 Madison Rd., Middlefield, OH 44062-8403

app +Gutmann & Middleton Inc, 5335 Far Hills Ave., #307, Dayton, OH 45429-2317

cr Honda of South Carolina Mfg, Inc., c/o Brenda K. Bowers, Vorys, Sater, Seymour and Pease LLP,  
52 East Gay Street, P.O. Box 1008, Columbus, OH 43216-1008

cr +IBM Corporation, Attn: Beverly H. Shideler, BS8399, Two Lincoln Centre,  
Oakbrook Terrace, IL 60181-4295

cr IKON Financial Services, 1738 Bass Rd, PO Box 13708, Macon, GA 31208-3708

cr +IOS Capital Inc, Bankruptcy Administration, PO Box 13708, 1738 Bass Rd,  
Macon, GA 31210-1043

cr +Integrays Energy Services of NY, P O Box 19046, Green Bay, WI 54307-9046

cr +International Business Machines Corp., Attn: Mrs. Beverly Shideler, Two Lincoln Centre,  
Oakbrook Terrace, IL 60181-4295

sp +Jean R. Robertson, McDonald Hopkins Co., LPA, 600 Superior Ave., E, Suite 2100,  
Cleveland, OH 44114-2653

cr +Lakewood Automation Inc, 27911 Clemens Rd., Westlake, OH 44145-1182

cr +Lan Meng, 17222 Orchard Ridge Rd., Northville, MI 48168-4370

cr +Lanxess Corp., c/o Alan P. Rugh, 111 RIDC Park West Dr., Pittsburgh, PA 15275-1112

cr +Mark I. Wadsworth, 3117 Tuscarawas St., W, #1A, Canton, OH 44708-4151

sp +McDonald Hopkins Co LPA, 600 Superior Avenue E, #2100, Cleveland, OH 44114-2653

cr +National Union Fire Insurance Co. of Pittsburgh, P, 175 Water Street, 15th Floor,  
New York, NY 10038-4918

cr +Official Committee of Unsecured Creditors, c/o Mark E. Freedlander, McGuireWoods LLP,  
Dominion Tower, 625 Liberty Avenue, 23rd Floor, Pittsburgh, PA 15222-3110

cr +Ohio Edison Company, c/o Russell R. Johnson Atty., 2258 Wheatlands Drive,  
Manakin-Sabot, VA 23103-2168

cr +PA Dept of Labor & Industry, Occie of Unemployment Comp Tax Svcs,  
Harrisburg Bankruptcy & Compliance Offic, 333 Market St., 16th Floor,  
Harrisburg, PA 17107-0001

cr +Pension Benefit Guaranty Corporation, Office of the Chief Counsel, Suite 340,  
1200 K Street, N.W., Washington, DC 20005-4030

cr +Peyton C. Cochrane, 714 Greensboro Ave., #124, Tuscaloosa, AL 35401-1872

cr +Prima Technologies, Inc., Strobl & Sharp P.C., 300 East Long Lake Road, Suite 200,  
Bloomfield Hills, MI 48304-2376

cr +Rhodia, c/o Doreen Wilson-Bailey, 8 Cedar Brook Dr., Cranbury, NJ 08512-3612

cr +Roadway Express Inc, c/o Receivable Management Services, 307 International Cir, #270,  
Hunt Valley, MD 21030-1322

cr SPS Technologies Waterford Co., 1956 Solutions Center, Lockbox 771956,  
Chicago, IL 60677-1009

sp +Shawn M. Riley, McDonald Hopkins Co LPA, 600 Superior Avenue E, #2100,  
Cleveland, OH 44114-2653

cr +State of Michigan, Department of Treasury, Cadillac Place, 3030 W. Grand Blvd., Ste. 10-200,  
Detroit, MI 48202-6030, US

intp +Stephen R. Schwendeman, c/o Jonathan P. Blakely, 23 South Main Street, Akron, OH 44308-1818

cr +Televan Sales, 5451 Sylvania Ave., Dearborn Hgts, MI 48125-1297

cr +Temtron, Inc., Ziegler Metzger & Miller LLP, c/o Jeffrey Koberg, c/o Stephen M. Darlington,  
925 Euclid Ave., #2020, Cleveland, OH 44115-1407

cr +The Brown Corporation of Greenville, c/o Mark Ferderber, 1927 N. Theobald St.,  
Greenville, MS 38703-2207

cr +The Illuminating Company, c/o Russell R. Johnson III, 2258 Wheatlands Drive,  
Manakin-Sabot, VA 23103-2168

cr +Tridon, c/o David English, 3200 Parker Dr., St. Augustine, FL 32084-0891

cr +Tuscaloosa County Tax Collector, 124 Court House, 714 Greensboro Ave.,  
Tuscaloosa, AL 35401-1864

cr Unofficial Committee of Trade Creditors, c/o Mark E. Freedlander, McGuireWoods LLP,  
Dominion Tower, Liberty Avenue, 23rd Floor, Pittsburgh, PA 15222

cr +Visteon Corporation, Dickinson Wright PLLC, 301 E. Liberty, Suite 500,  
Ann Arbor, MI 48104-2283, UNITED STATES

app +W. Burke Watson, Jr., 772 W. Liberty St., Sumnter, SC 29150-4748

cr +Washington Penn Plastic Co Inc., c/o Bob Stough, PO Box 236, 450 Racetrack Rd.,  
Washington, PA 15301-8935

cr +c/o Robert J. Sidman Honda of America Mfg., Inc., Vorys, Sater, Seymour and Pease LLP,  
52 East Gay Street, Columbus, OH 43215-3161

cr +c/o Russ R. Johnson Carolina Power and Light dba P, 2258 Wheatlands Drive,  
Manakin-Sabot, VA 23103-2168

cr +c/o Russ R. Johnson Exelon Energy Company, 2258 Wheatlands Drive,  
Manakin-Sabot, VA 23103-2168

cr +c/o Russell R. Johnson III Dominion East Ohio, 3734 Byfield Pl, Richmond, VA 23233-1819

The following entities were served by electronic transmission on Jul 11, 2008.

cr E-mail/Text: SUEC@RAPIDGRANULATOR.COM Rapid Granulator, Inc.,  
PO Box 5887, Rockford, IL 61125-0887

cr +E-mail/Text: LSI@LIQUIDITYSOLUTIONS.COM Revenue Management,  
One University Plaza, Suite 312, Hackensack, NJ 07601-6205

TOTAL: 2

\*\*\*\*\* BYPASSED RECIPIENTS (undeliverable, \* duplicate) \*\*\*\*\*

cr ATS Automation Technology Schwope, Inc.

cr C.H. Raches, Inc.

cr CitiCapital Commercial Corporation

cr Co-Activ Capital Partners LLC

cr Constitution Mold & Eng

cr Cora M. King

cr DuPont Mexico

cr DuraBox

cr Entropex

cr Fabnet Associates, Inc.

cr First Communications

intp Ford Motor Company

cr GKN Automotive, Inc.

cr General Motors Corporation

fa Grant Thornton LLP

fa Huron Consulting Group (f/k/a Glass & Associates,  
James D Van Tiem

intp Kautex Textron

cr Kautex, Inc.

cr Mildred Freeman

cr NL Ventures V Carlisle LP

cr Norris Sales Associates, Inc.

cr Parker Hannifin Corporation

cr TRW Automotive U.S. LLC

cr United Steelworkers

cr Valeo Electrical Systems, Inc., Wipers Division

cr Valeo Inc. - Engine Cooling Division

cr WachoviaCapital Finance Corporation (Central)

intp Washington Penn Plastic Co., Inc.

cr Washington Penn Plastic Company, Inc.

TOTALS: 30, \* 0

District/off: 0647-5  
Case: 06-51848

User: bhemi  
Form ID: pdf701

Page 3 of 3  
Total Served: 83

Date Rcvd: Jul 10, 2008

\*\*\*\*\* BYPASSED RECIPIENTS (continued) \*\*\*\*\*

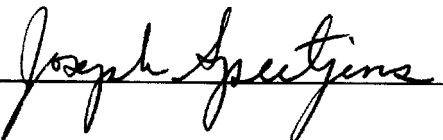
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

**I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jul 12, 2008

Signature:

A handwritten signature in black ink, reading "Joseph Speetjens", written over a horizontal line.