



**IT IS HEREBY ADJUDGED and DECREED that the below described is SO ORDERED.**

**Dated: June 15, 2009**

*Craig A. Gargotta*

**CRAIG A. GARGOTTA  
UNITED STATES BANKRUPTCY JUDGE**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION**

-----	X	
<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>CRESCENT RESOURCES, LLC, et. al.,</b>	:	<b>Case No. 09-11507-CAG</b>
	:	
<b>Debtors.</b>	:	<b>Joint Administration</b>
	:	<b>Requested</b>
	:	
-----	X	

**CORRECTED  
ORDER PURSUANT TO SECTION 105 OF THE BANKRUPTCY CODE AND FEDERAL  
RULES OF BANKRUPTCY PROCEDURE 1015(c) AND 9007  
ESTABLISHING CERTAIN NOTICE AND CASE MANAGEMENT PROCEDURES**

Upon the motion (the "Motion") of Crescent Resources, LLC ("Crescent Resources") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), pursuant to section 105(a) of the Bankruptcy Code<sup>1</sup> and Bankruptcy Rules 1015(c) and 9007, for approval of certain notice and case management

<sup>1</sup> Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Motion.

procedures (the “Procedures”), all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the “Hearing”); and the appearances of all interested parties having been noted in the record of the Hearing; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and all parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that the Debtors shall serve a printed copy of this Order upon all parties on the Master Service List (defined herein) on the date this Order is entered, or as soon thereafter as is practicable, which Order shall also be posted on the following website maintained by the Debtors in connection with these chapter 11 cases: [www.crescent-resourcesinfo.com](http://www.crescent-resourcesinfo.com); and it is further

ORDERED that the Procedures set forth in the Motion are approved and shall govern all aspects of these chapter 11 cases, except as otherwise set forth herein; and it is further

ORDERED that, to the extent the Procedures conflict with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, or previously entered order of the Court, the Procedures shall supersede such laws and shall apply to these chapter 11 cases; and it is further

ORDERED that, except as provided below, all Documents shall be served, in the manner described herein, on (i) the chambers of the Judge assigned to preside over these cases, and (ii) the parties listed on the Master Service List (as defined below) at the time; and it is further

ORDERED that until a Committee (as defined below) is appointed in these cases, the creditors holding the thirty largest unsecured claims against the Debtors' estates (on a consolidated basis) (collectively, the "Top 30 Creditors") shall be served in place of the Committee. Upon the formation of the Committee, the Top 30 Creditors will be removed from the Master Service List (as defined below), unless the entities file a Notice of Appearance (as defined below), provided that (i) any Top 30 Creditor who files a Notice of Appearance (as defined below) as set forth herein shall not be removed from the Master Service List or (ii) if, at the time such Top 30 Creditor files a Notice of Appearance it already had been removed from the Master Service List, such Top 30 Creditor shall be added to the Master Service list; and it is further

ORDERED that any creditor, equity interest holder, or party in interest that wishes to receive notice in these cases and is not otherwise entitled to notice pursuant to these Procedures shall file a notice of appearance (a "Notice of Appearance") and request for service of papers in accordance with Bankruptcy Rules 2002 and 9010(b); and it is further

ORDERED that a Notice of Appearance shall include the following information: (i) the party's name and address; (ii) the name of the client, if applicable; (iii) an e-mail address at which the requesting party may be served; (iv) an address by which the requesting party may be served by U.S. mail, hand delivery and overnight delivery; and (v) a facsimile number for the requesting party. Notwithstanding Bankruptcy Rules 2002 and 9019(b), no request for service filed in the chapter 11 cases shall be honored unless the foregoing requirements are satisfied; and it is further

ORDERED that any individual or entity filing a Notice of Appearance who does not maintain and cannot practicably obtain an e-mail address must include in its notice of appearance a certification stating the same. Notice will be provided to these individuals or entities by U.S. mail or facsimile, in the Debtors' sole discretion; and it is further

ORDERED that the Debtors shall maintain a master service list which shall include (i) the Office of the United States Trustee for the Western District of Texas (the "U.S. Trustee"); (ii) the Debtors; (iii) the attorneys for the Debtors; (iv) the attorneys for the Agent for the Lenders; (v) the attorneys for the proposed postpetition lenders; (vi) the attorneys for the official committee of unsecured creditors (the "Committee"), when appointed; (vii) those persons who have formally appeared and requested service in these cases pursuant to Bankruptcy Rule 2002; and (viii) all applicable government agencies to the extent required by the Bankruptcy Rules and the Local Rules (the "Master Service List"); and it is further

ORDERED that the Master Service List shall contain addresses and facsimile numbers, and may include e-mail addresses; and it is further

ORDERED that the Debtors shall use reasonable efforts to update the Master Service List to include the name, address and e-mail address of any party in interest, who has made a written request for notice, each Friday for the first month after filing of the initial Master Service List, then every other Friday for the next sixty (60) calendar days, then the third Friday of the month thereafter during the pendency of these chapter 11 cases. If in a particular month, there are no changes to the service list, the Debtors shall file a notice with the Court so stating; and it is further

ORDERED that the Debtors shall serve parties on the Master Service List by U.S. mail, hand delivery, or, with the exception of the chambers of the Judge assigned to preside over

these cases, facsimile or email (the choice of the foregoing being in the Debtors' sole discretion); and it is further

ORDERED that, upon the completion of noticing any particular matter, the party seeking relief shall file with the Court either an affidavit of service or a certification of service attaching the list of parties that received notice; and it is further

ORDERED that the proceedings with respect to which notice would be limited to the Master Service List, would include all matters covered by Bankruptcy Rule 2002, with the express exception of the following: (i) notice of (a) the first meeting of creditors pursuant to section 341 of the Bankruptcy Code, (b) the time fixed for filing proofs of claim pursuant to Bankruptcy Rule 3003(c), and (c) the time fixed for filing objections to, and the hearings to consider, approval of a disclosure statement and confirmation of a plan of reorganization; and (ii) notice and transmittal of ballots for accepting or rejecting a plan of reorganization. Notice of the foregoing matters would be given to all parties in interest in accordance with Bankruptcy Rule 2002, unless the Court orders, or the Bankruptcy Code prescribes, otherwise; and it is further

ORDERED that the Debtors shall be authorized to schedule, in cooperation with the Court, periodic omnibus hearings ("Omnibus Hearings") at which Documents shall be heard; and it is further

ORDERED that hearings in connection with claim objections, pre-trial conferences and trials related to adversary proceedings, approval of a disclosure statement, confirmation, and any other Documents filed by the Debtors, may be scheduled for dates other than the Omnibus Hearing dates; provided, however, that initial pre-trial conferences scheduled in connection with adversary proceedings involving the Debtors shall be set on the next available Omnibus Hearing date that is at least forty-five (45) days after the filing of the complaint; provided, further, that

hearings on all other Documents filed by a non-Debtor must be scheduled for an Omnibus Hearing except for Pleadings requiring emergency relief; and it is further

ORDERED that if a Document is filed by a non-Debtor party and purports to set a hearing date inconsistent with the Procedures (a “Non-Compliant Pleading”), the hearing shall be scheduled, without the necessity of court order, for the first Omnibus Hearing date after the applicable notice period has expired unless otherwise ordered by the Court; and it is further

ORDERED that the Debtors shall provide a movant with notice of the Procedures within three (3) business days after receipt of the Non-Compliant Pleading; and it is further

ORDERED that a Pleading may be granted without a hearing provided that, after the passage of the Objection Deadline (as defined below), the attorney for the entity who has filed the Pleading (i) files a declaration pursuant to 28 U.S.C. § 1746 indicating that no Objection has been filed or served in accordance with these Procedures; (ii) serves the declaration via facsimile upon the undersigned attorneys for the Debtors one (1) business day prior to submission thereof to the Court; and (iii) delivers by U.S. mail, or hand or overnight delivery, a package to the Court including (a) the declaration described in subsection (i) above, (b) a disk containing an order granting the relief requested in the applicable Pleading, and (c) a printed copy of the order (collectively, the “Presentment Package”). Upon receipt of the Presentment Package, the Court may grant the relief requested in the Pleading without further submission, hearing, or request. If the Court does not grant the relief, the Pleading will be heard at the Omnibus Hearing that is at least six (6) calendar days after the date the Presentment Package is received by the Court; provided, however, that if the Court does not grant the relief requested in a Pleading without a hearing, such action shall not constitute an extension of the objection deadline related thereto, unless otherwise agreed between the Debtors and the party seeking relief; and it is further

ORDERED that, except as provided for below with respect to relief requested under section 362(d) of the Bankruptcy Code, the deadline to file an Objection (the “Objection Deadline”) to any Pleading shall be (i) at least five (5) business days before the applicable hearing date or (ii) any date otherwise ordered by the Court. The Objection Deadline may be extended with the consent of the movant or applicant. No Objection will be considered timely unless filed with the Court and received by the parties on the Master Service List on or before the applicable Objection Deadline. All parties filing an Objection shall include their telephone and facsimile numbers in the signature block on the last page of the Objection; and it is further

ORDERED that unless otherwise ordered by the Court, any Replies shall be filed with the Court and served in accordance with these Procedures on or before 12:00 p.m. prevailing [Central Time] on the day that is at least one (1) business day prior to the date of the applicable hearing; and it is further

ORDERED that notwithstanding section 362(e) of the Bankruptcy Code, if a scheduled motion with respect to a request for relief under section 362(d) of the Bankruptcy Code is adjourned upon the consent of the Debtors and the moving party to a date that is on or after the thirtieth (30th) day after the moving party’s request for relief was made, the moving party shall be deemed to have consented to the continuation of the automatic stay in effect pending the conclusion of, or as a result of, a final hearing and determination under section 362(d) of the Bankruptcy Code, and shall be deemed to have waived its right to assert the termination of the automatic stay under section 362(e) of the Bankruptcy Code; and it is further

ORDERED that the Debtors may amend the Procedures from time to time throughout these chapter 11 cases and shall present such amendments to the Court by motion in accordance with this Order; and it is further

ORDERED that this Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

# # #