



ENTERED
11/17/2009

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

<p>In re</p> <p>EXPRESS ENERGY SERVICES OPERATING, LP, et al.,</p> <p>Debtors.</p>	<p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p> <p>§</p>	<p>Chapter 11</p> <p>Case No. 09-38044</p> <p>Jointly Administered</p>
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**ORDER GRANTING EMERGENCY SUPPLEMENT TO THE DEBTORS’
EMERGENCY MOTION FOR AN ORDER PURSUANT TO SECTIONS 105(a), 506(a),
507(a)(8), AND 541 OF THE BANKRUPTCY CODE AUTHORIZING DEBTORS TO PAY
CERTAIN PREPETITION SALES TAXES, USE TAXES, AND LICENSE AND PERMIT FEES**

[Relating to Docket Nos. 15, 41 and 100]

Upon the Emergency Supplement (the “**Supplement**”)¹ of Express Energy Services Operating, LP and its affiliated debtors in the above referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”) to the Debtors’ Emergency Motion (the “**Emergency Motion**”) for an Order Pursuant to Sections 105(a), 506(a), 507(a)(8), and 541 of title 11 of the United States Code (the “**Bankruptcy Code**”) Authorizing the Debtors to Pay Certain Prepetition Sales Taxes, Use Taxes, and License and Permit Fees; and upon consideration of this Court’s Order granting the Emergency Motion (Docket No. 41, the “**Emergency Order**”); and upon consideration of the Declaration of Darron Anderson in Support of the Debtors’ Chapter 11 Petitions and First Day Motions; and the Court having jurisdiction to consider the Supplement and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Supplement and the requested relief being a core proceeding the Court can determine pursuant to 28 U.S.C. § 157(b); and venue being proper

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in Supplement.

before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Supplement and the hearing thereon has been given under the circumstances and that no other or further notice need be provided; and the Court having determined that the legal and factual bases set forth in the Supplement establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is ORDERED that:

1. The relief requested in the Supplement is GRANTED to the extent provided herein.
2. The Debtors are authorized, but not directed, to pay the Franchise Taxes and the Service Charges as described in the Supplement.
3. The Banks are directed and authorized to honor, process, and pay, to the extent of funds on deposit, any and all checks or electronic fund transfer requests issued by the Debtors in respect of the Franchise Taxes and the Service Charges.
4. Any Bank may rely on the representations of the Debtors with respect to whether any check or other transfer drawn or issued by the Debtors prior to the Commencement Date should be honored pursuant to this Order, and such Bank shall not have any liability to any party for relying on such representations by the Debtors as provided for herein.
5. Nothing in this Order or the Supplement shall be construed as prejudicing the rights of the Debtors to dispute or contest the amount of or basis for any claims against the Debtors in connection with or relating to the Franchise Taxes or the Service Charges.
6. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. Notice of the Supplement as provided therein shall be deemed good and sufficient notice of such Supplement and the requirements of Bankruptcy Rules 4001(d) and 6004(a) are waived.

8. This Court shall retain jurisdiction to hear and consider all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: Nov. 17, 2009
Houston, Texas



HONORABLE JEFF BOHM
UNITED STATES BANKRUPTCY JUDGE