

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: :
: :
CHIYODA AMERICA, INC, : Case No. 09-15059 (AJG)
: Chapter 11 Case
Debtor. :
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**FINAL ORDER PURSUANT TO SECTIONS 105(a) AND 366 OF THE
BANKRUPTCY CODE (I) PROHIBITING UTILITIES FROM ALTERING, REFUSING,
OR DISCONTINUING SERVICE; (II) DEEMING UTILITIES ADEQUATELY
ASSURED OF FUTURE PERFORMANCE; AND (III) ESTABLISHING
PROCEDURES FOR DETERMINING ADEQUATE ASSURANCE OF PAYMENT**

Upon the motion dated August 19, 2009 (the “Motion”)¹ of Chiyoda America, Inc. (the “Debtor”), the above-captioned debtor and debtor in possession, for an interim order pursuant to sections 105(a) and 366 of the Bankruptcy Code, (i) prohibiting the companies including, without limitation, those companies (the “Utility Companies”) listed in Exhibit A annexed hereto (the “Utility Service List”), that provide electricity, natural gas, sewage, water, telephone services, other telephone services and/or other similar services (collectively, the “Utility Services”) to the Debtor from altering, refusing or discontinuing Utility Services on account of prepetition amounts outstanding or on account of any perceived inadequacy of the Debtor’s proposed adequate assurance; (ii) determining that the Utility Companies have been provided with adequate assurance of payment within the meaning of section 366 of the Bankruptcy Code; (iii) approving the Debtor’s proposed offer of adequate assurance and procedures governing the Utility Companies’ requests for additional or different adequate assurance; (iv) establishing procedures for the Utility Companies to seek to opt-out of the Debtor’s proposed adequate assurance procedures; (v) determining that the Debtor is not

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

required to provide any additional adequate assurance beyond what is proposed in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; 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 all Utility Companies referenced in Exhibit A, and all parties required to be served under the Order Authorizing Certain Notice and Case Management Guidelines (Docket No. 26) and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtor, its creditors and all parties in interest; and the Court having determined 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 and no objections to the same having been timely filed, it is

ORDERED that the Motion is granted; and it is further

ORDERED that a Utility Company that receives the Adequate Assurance Deposit proposed by the Debtor as set forth in Exhibit A shall be deemed to have stipulated that the Adequate Assurance Deposit constitutes adequate assurance of future payment to such Utility Company as contemplated under 11 U.S.C. § 366, and such Utility Company shall be deemed to have waived (i) any right to seek additional adequate assurance during the course of this chapter 11 case and (ii) any right to terminate Utility Services under any existing agreement for Utility Services with the Debtors; and it is further

ORDERED that the Debtor is authorized to supplement, as necessary, the Utility Service List, and this Order shall apply to any such Utility Company that is subsequently added to the Utility Service List; and it is further

ORDERED that the Adequate Assurance Deposit provided to any Utility Company pursuant to this Order shall be returned to the Debtor at the conclusion of its chapter 11 case, if not returned or applied earlier; and it is further

ORDERED that the Debtor is authorized and empowered to take all actions necessary to implement the relief granted in this Order; and it is further

ORDERED that this Court retain jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order; and it is further

ORDERED that nothing in this Order or the Motion shall be deemed to constitute the postpetition assumption or adoption of any agreement pursuant to section 365 of the Bankruptcy Code; and it is further

ORDERED that the Debtor shall serve a copy of this Order on each Utility Company listed on the Utility Service List within five business days of the date this Order is entered, and shall promptly serve this Order on each Utility Company subsequently added by the Debtor to the Utility Service List.

Dated: New York, NY
September 23, 2009

s/Arthur J. Gonzalez

United States Bankruptcy Judge

Exhibit A

Utility Companies Servicing the Company

Utility Company		Utility Service Provided	Average Two-Week Charges
1.	CAERNARVON TOWNSHIP AUTHORITY, MORGANTOWN, PA	WATER AND SEWER	\$1,014.54
2.	UGI UTILITIES, INC.	GAS	\$5,604.31
3.	HESS CORPORATION	GAS	\$11,022.53
4.	CDG NEW MORGAN MANAGEMENT	WATER	\$739.83
5.	PPL ELECTRIC UTILITIES	ELECTRIC	\$14,378.73