



The relief described hereinbelow is SO ORDERED.

Signed February 11, 2009.

ROBERT D. BERGER
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF KANSAS
(Kansas City Division)**

In Re:) **In Proceedings Under Chapter 11**
)
CRESCENT OIL COMPANY, INC.,) **Case No. 09-20258**
et al.,)
Debtors.)

**ORDER AUTHORIZING PAYMENT OF PREPETITION WAGES, SALARIES,
REIMBURSABLE EMPLOYEE EXPENSES, MEDICAL AND
OTHER CRITICAL PREPETITION EMPLOYEE BENEFITS**

Now on this 10th day of February, 2009, this matter comes before the Court on Debtors' Motion for Order Authorizing Payment of Prepetition Wages, Salaries and Reimbursable Employee Expenses, Medical and Other Critical Prepetition Employee Benefits (the "Motion"). The Court, having considered the issue, the evidence, arguments of counsel and for good cause shown; it appearing that the Motion is in the best interests of the captioned estates; and that notice of the Motion has been appropriate and that the emergency consideration of the Motion was necessary to prevent significant and irreparable harm to Debtors and their estates,

IT IS HEREBY ORDERED that the Motion be granted in all respects.

IT IS FURTHER ORDERED that Debtors be and hereby are authorized to (i) pay all wages, salaries, fees and other compensation with respect to or relating to services rendered pre-petition, including but not limited to the Oklahoma Payroll (as defined in the Motion); (ii) reissue checks to employees to replace dishonored, voided or cancelled checks for pre-petition wages, salaries or reimbursable expenses; (iii) pay all withholding, payroll or other taxes attributable to services rendered pre-petition; and (iv) pay all payroll deductions to the appropriate payee.

IT IS FURTHER ORDERED that Debtors are authorized to honor and pay all contributions due or claims incurred under Debtors' medical benefits, welfare benefits, workers' compensation program and 401(k) benefit plan (as more fully set forth in the Motion); provided, however, that the relief granted herein is not approval of and shall not constitute an assumption of any such programs, policies or plans under 11 U.S.C. §§ 365, 1113, 1114 or otherwise.

IT IS FURTHER ORDERED that the banks at which Debtors maintain their payroll accounts or other accounts related to the payment of wages, salaries and other compensation, reimbursable expenses and employee benefit programs be, and each of them hereby is, authorized and directed to honor all payroll, wages or other compensation checks, expense reimbursement checks and all checks for payment of Debtors' obligations under their employee benefits programs and their payments to designated payees of employee payroll deductions as and when presented for payment, and honor all fund transfers related thereto, to the extent that sufficient funds are available in such accounts.

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