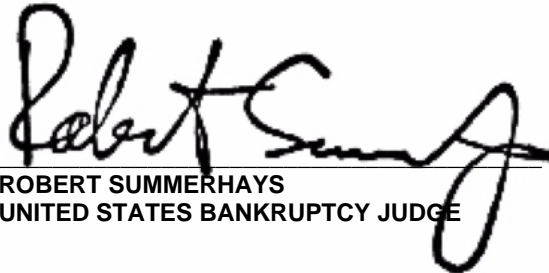




SO ORDERED.

SIGNED August 10, 2017.


ROBERT SUMMERHAYS
UNITED STATES BANKRUPTCY JUDGE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF LOUISIANA
LAFAYETTE DIVISION**

IN RE:

KNIGHT ENERGY HOLDINGS, LLC, *ET AL*¹

DEBTORS

CASE NO. 17-51014

(JOINTLY ADMINISTERED)

CHAPTER 11

JUDGE ROBERT SUMMERHAYS

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Knight Energy Holdings, LLC (1930) (Case No. 17-51014); Knight Oil Tools, LLC (2667) (Case No. 17-50105); Knight Manufacturing, LLC (0600) (Case No. 17-50106); KDCC, LLC, f/k/a Knight Well Services, LLC (4156) (Case No. 17-51018); Tri-Drill, LLC (4957) (Case No. 17-51018); Advanced Safety & Training Management, LLC, (0510) (Case No. 17-51019); Knight Security, LLC (0923) (Case No. 17-51020); Knight Information Systems, LLC (0000) (Case No. 17-51021); El Caballero Ranch, Inc. (7345) (Case No. 17-51022); Rayne Properties, LLC (0000) (Case No. 17-51023); Knight Aviation, LLC (3329) (Case No. 17-51024); Knight Research & Development, LLC (3760) (Case No. 17-51025); Knight Family Enterprises, LLC (7190) (Case No. 17-51026); HMC Leasing, LLC (0814) (Case No. 17-51027) and HMC Investments, LLC (0000) (Case No. 17-51028). The Debtors' service address is 2272 SE Evangeline Thruway, Lafayette, Louisiana 70508 other than Knight Manufacturing, LLC and Advanced Safety & Training Management, LLC. Knight Manufacturing, LLC's service address is 2810-A Melancon Road, Broussard, Louisiana 70518 and Advanced Safety & Training Management, LLC's service address is 1042 Forum Drive, Broussard, Louisiana 70518.

FINAL ORDER AUTHORIZING (A) PAYMENT OF ALL OUTSTANDING PRE-PETITION WAGES, SALARIES, OTHER ACCRUED COMPENSATION, EXPENSE REIMBURSEMENTS, BENEFITS, AND RELATED AMOUNTS; AND (B) CONTINUATION OF SPECIFIED BENEFIT PROGRAMS IN THE ORDINARY COURSE OF BUSINESS

Upon consideration of the *Motion for Entry of an Order Authorizing the Debtors to (A) to Pay All Outstanding Pre-Petition Wages, Salaries, Other Accrued Compensation, Expense Reimbursements, Benefits, and Related Amounts and (II) to Continue Specified Benefit Programs in the Ordinary Course of Business* [Dkt. # 5] (the “Motion”)² filed by Knight Energy Holdings, LLC; Knight Oil Tools, LLC; Knight Manufacturing, LLC; KDCC, LLC f/k/a Knight Well Services, LLC; Tri-Drill, LLC; Advanced Safety & Training Management, LLC; Knight Security, LLC; Knight Information Systems, LLC; El Caballero Ranch, Inc.; Rayne Properties, LLC; Knight Aviation, LLC; Knight Research & Development, LLC; Knight Family Enterprises, LLC; HMC Leasing, LLC; and HMC Investments, LLC (collectively, “Debtors”), and the Court finding: (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interests of the Debtors, their estates, and their creditors; (iv) proper and adequate notice of the Motion has been given and no other or further notice is necessary; and (v) upon the record herein after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein;

IT IS ORDERED that the Motion is **GRANTED** on a final basis as provided herein;

IT IS FURTHER ORDERED that the Debtors be and hereby are authorized, pursuant to Bankruptcy Code §§ 105(a) and 363(b), but are not obligated or directed, in the reasonable exercise of their business judgment, to pay and honor all pre-petition amounts owed on account

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

of Employee Obligations and Employee Benefits in the ordinary course of business, including, but not limited to (a) Wage Obligations; (b) Operator Pay; (c) Service Pay (d) Out of Town Pay; (e) Safety Bonuses; (f) Tri-Drill Commissions; (g) Unpaid Payroll Tax Service Fees; (h) Unremitted Deductions; (i) Unremitted Payroll Taxes; (j) Reimbursable Expenses; (k) Health Benefits; (l) Life and Disability Insurance; (m) Accident Insurance; (n) CCI Insurance; (o) FSA Accounts; (p) Vacation; (q) 401K Plan expenses; (r) Company Cards; and (s) Phone/Car Allowances.

IT IS FURTHER ORDERED that the Debtors are authorized to continue programs related to and remit the following Employee Obligations in the ordinary course of business on a post-petition basis, in accordance with the Debtors' pre-petition policies and practices and in the Debtors' discretion, and to pay and honor claims related thereto: (a) Wage Obligations; (b) Operator Pay; (c) Service Pay, (d) Out of Town Pay; (e) Safety Bonuses; (f) Tri-Drill Commissions; (g) Unpaid Payroll Tax Service Fees; (h) Unremitted Deductions; (i) Unremitted Payroll Taxes; (j) Reimbursable Expenses; (k) Company Cards; (l) Phone/Car Allowances; (m) Health Benefits; (n) Life and Disability Insurance; (o) Accident Insurance; (p) CCI Insurance; (q) FSA Accounts; (r) Vacation; (s) 401K Plan expenses; and (t) Company Cards.

IT IS FURTHER ORDERED that all applicable banks and financial institutions on which checks were drawn (or were to be drawn) or electronic payment requests were made (or were to be made) in payment of the pre-petition Employee Obligations are authorized and directed, when requested by the Debtors and in the Debtors' sole discretion, to receive, process, honor, and pay any and all checks or drafts drawn on the Debtors' accounts to the Employees whether those checks were issued or presented prior to or after the Petition Date, and make other

transfers, provided that sufficient funds are available in the applicable accounts whether deposited pre-petition or post-petition to make the payments;

IT IS FURTHER ORDERED that authorization to pay all amounts on account of the Employee Obligations shall not affect the Debtors' rights to contest the amount or validity of any Employee Obligations, including, without limitation, the payroll tax obligations that may be due to any taxing authority;

IT IS FURTHER ORDERED that nothing contained in this Order or in the Motion shall constitute a rejection or assumption by the Debtors, as debtors-in-possession, of any executory contract or unexpired lease by virtue of reference to any such contract or lease in the Motion;

IT IS FURTHER ORDERED that this Court shall retain jurisdiction over the Debtors and any and all parties who receive payment pursuant to this Order with respect to any matters, claims, rights, or disputes arising from or related to the Motion, the implementation of this Order or the validity of any Employee Obligations and payroll tax obligations;

IT IS FURTHER ORDERED that Bankruptcy Rule 6003 has been satisfied because the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors, the Employees, the Debtors' estates, and creditors;

IT IS FURTHER ORDERED the Debtors shall make no payment pursuant to this Order unless authorized under the Budget, the DIP Orders, or any other cash collateral order or financing order entered in these Chapter 11 cases;

IT IS FURTHER ORDERED that notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon entry of this Order; and

IT IS FURTHER ORDERED that the Debtors are authorized to take all actions necessary to effect the relief granted pursuant to this Order in accordance with the Motion.

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Prepared and submitted by:

/s/ Tristan Manthey
Douglas S. Draper (LA #5073)
William H. Patrick, III (LA #10359)
Tristan E. Manthey (LA #24539)
Cherie D. Nobles (LA #30476)
Heller, Draper, Patrick, Horn & Dabney, L.L.C.
650 Poydras Street, Suite 2500
New Orleans, Louisiana 70130
Telephone: 504.299.3300
Facsimile: 504.299.3399
Email: ddraper@hellerdraper.com
Email: wpatrick@hellerdraper.com

COUNSEL FOR DEBTORS