

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re : Chapter 11  
: :  
Telogy, LLC., et al.,<sup>1</sup> : Case No. 10-10206 (MFW)  
: :  
Debtors. : Jointly Administered  
: :  
-----X Ref. Docket No.: 11

**INTERIM ORDER: (I) PROHIBITING UTILITIES FROM ALTERING, REFUSING OR DISCONTINUING SERVICES; (II) DEEMING UTILITY COMPANIES ADEQUATELY ASSURED OF FUTURE PERFORMANCE; AND (III) ESTABLISHING PROCEDURES FOR DETERMINING ADEQUATE ASSURANCE OF PAYMENT; AND (IV) SCHEDULING A FINAL HEARING**

Upon the motion (the “**Motion**”) of the debtors and debtors in possession in the above-captioned cases (collectively, the “**Debtors**”)<sup>2</sup> for an Interim Order<sup>3</sup> and Final Order pursuant to section 366 of title 11 of the United States Code (the “**Bankruptcy Code**”): (i) prohibiting Utility Companies from altering, refusing or discontinuing services; (ii) deeming Utility Companies adequately assured of future performance; (iii) establishing procedures for determining adequate assurance of payment; and (iv) scheduling a final hearing on the Motion; and upon the Affidavit of Gary B. Phillips, Chief Executive Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Pleadings; and due and sufficient notice of the Motion having been given; and it appearing that no other or further notice need be provided; and it appearing that the relief requested by this Motion is in the best interests of the Debtors, their estates, their

<sup>1</sup> The last four digits of the taxpayer identification numbers of the Debtors follow in parentheses: (i) e-Cycle, LLC (1582) and (ii) Telogy, LLC (1530). The Debtors’ executive headquarters are located at 3200 Whipple Road, Union City, California 94587.

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<sup>3</sup> Capitalized terms used but not defined herein shall have the same meanings ascribed to such terms in the Motion.

creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor, it is hereby


**ORDERED, ADJUDGED, and DECREED that:**

1. The Motion is granted on an interim basis.
2. Until such time as the Final Order is entered by the Court or denied, all Utility Companies are prohibited from (a) discontinuing, altering or refusing service to the Debtors on account of any unpaid prepetition charges, (b) discriminating against the Debtors, or (c) requiring payment of a deposit or receipt of any other security for continued Utility Services as a result of the Debtors' commencement of chapter 11 cases or any outstanding prepetition invoices, other than as set forth in the Motion.
3. The Debtors shall, within ten (10) business days of the entry of this Interim Order, furnish Utility Companies with adequate assurance of payment for postpetition services by depositing \$1,630 in an account maintained by the Debtors (the "**Utility Deposit Account**"), which may be adjusted by the Debtors without further order of this Court if the Debtors terminate any Utility Service provided by a Utility, make other arrangements with respect to adequate assurance of payment or determine an entity listed on Exhibit A is not a Utility.
4. A Utility Company shall be deemed to have adequate assurance of payment unless and until (i) the Debtors, in their sole discretion, agree to such Additional Adequate Assurance Payment or (ii) the Final Order is entered by the Court or denied.
5. The Motion and this Interim Order shall be served by overnight mail, hand delivery or fax on each Utility Company the Debtors believe could be affected by the final relief requested in the Motion within three (3) business days of entry of this Interim Order.

6. Any responses or objections to the Motion and entry of the Final Order must (a) be made in writing, (b) state with particularity the grounds therefor, (c) conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, and (d) be served upon co-counsel to the Debtors: (i) Young Conaway Stargatt & Taylor, LLP, The Brandywine Building, 1000 West Street, 17th Floor, Wilmington, DE 19801, Attn: Robert F. Poppiti, Jr., Esq., co-counsel to the Debtors; and (iii) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019, Attn: John C. Longmire, Esq. and Shaunna D. Jones, Esq., co-counsel to the Debtors. The deadline by which objections to the Motion and the Final Order must be filed and received by co-counsel to the Debtors is **February 16, 2010 at 4:00 p.m. (prevailing Eastern Time)**. A final hearing, if required, on the Motion will be held on **February 23 2010 at 12:30 p.m. (prevailing Eastern Time)**. If no objections are filed to the Motion and entry of the Final Order, the Court may enter the Final Order without further notice or a hearing.

7. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Interim Order.

Dated: Wilmington, Delaware  
January 26, 2010

  
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Mary F. Walrath  
United States Bankruptcy Judge