

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

----- X
In re: : Chapter 11
: :
Telogy, LLC, et al., : Case No. 10-10206 (MFW)
: :
Debtors. : Jointly Administered
: :
----- X Ref. Docket No.: 9

**ORDER PURSUANT TO SECTIONS 105(a) AND 363(b)
OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 6003: (I) AUTHORIZING
DEBTORS TO (A) CONTINUE INSURANCE POLICIES AND AGREEMENTS
RELATING THERETO, AND (B) HONOR CERTAIN PREPETITION
OBLIGATIONS IN RESPECT THEREOF; AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”) of the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) for entry of an order, pursuant to sections 105(a) and 363(b) of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 6003 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”): (i) authorizing the Debtors to (a) continue insurance policies (the “Insurance Policies”) and agreements relating thereto and (b) honor certain prepetition obligations in respect thereof; and (ii) granting related relief; 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 is required; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED that:

1. The Motion is granted.
2. Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Motion.

3. The Debtors are authorized, but not directed, to maintain and continue to make all payments with respect to the Insurance Policies and Brokerage Fees (including premiums and any other related payments due on account thereof) without interruption in the ordinary course of business and on the same basis and in accordance with the same practices and procedures as in effect prior to the Petition Date.

4. The Debtors are authorized, but not directed, to enter into new insurance obligations in the ordinary course of business through the renewal of the Insurance Policies or the purchase of new insurance policies to the extent that the Debtors determine that such action is necessary or appropriate.

5. This order shall not create any obligation on the part of the Debtors or their officers, directors, attorneys or agents to pay any of the obligations discussed herein or in the Motion, and none of the foregoing persons shall have any liability on account of any decision by the Debtors not to pay such obligations, and nothing in this order shall be deemed to increase, reclassify, elevate to an administrative expense status or otherwise affect such obligations to the extent they are not paid.

6. All applicable banks and other financial institutions are hereby authorized and required to receive, process, honor, and pay any and all checks and transfer requests evidencing amounts paid by the Debtors under this Order whether presented prior to or after the Petition Date, provided that sufficient funds are on deposit in the applicable accounts to cover such payments. Such banks and financial institutions are authorized to rely on the representations of the Debtors as to which checks are issued or authorized to be paid pursuant to this Order.

7. To the extent that the Insurance Policies or any related contracts or agreements, including any agreements between the Debtors and the Broker, are deemed executory contracts under section 365 of the Bankruptcy Code, neither the relief granted hereby nor any actions or payments made by the Debtors pursuant to this order shall be deemed an assumption or rejection of any such contract pursuant to section 365 of the Bankruptcy Code.

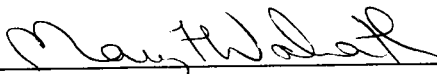
8. Nothing in this order or the Motion is intended or shall be construed to constitute relief from the automatic stay pursuant to section 362 of the Bankruptcy Code.

9. The relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors, and timely entry of this Order is not prohibited by Bankruptcy Rule 6003(b).

10. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

11. The Court shall retain jurisdiction over any matters arising from or related to the implementation or interpretation of this Order.

Dated: Wilmington, Delaware
January 26, 2010



Mary F. Walrath
United States Bankruptcy Judge