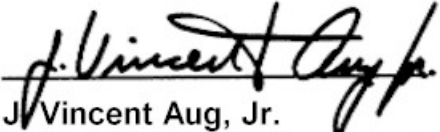


This document has been electronically entered in the records of the United States Bankruptcy Court for the Southern District of Ohio.

IT IS SO ORDERED.

Dated: May 12, 2009


J. Vincent Aug, Jr.
United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION

In re:)	Chapter 11
)	
SENCORP , <u>et al.</u>)	Case No. 09-12869 (JVA)
)	
Debtors.)	Jointly Administered
)	

ORDER AUTHORIZING THE DEBTORS TO (I) PAY IN THE ORDINARY COURSE CLAIMS OF SHIPPERS AND WAREHOUSEMAN AND (II) SATISFY THE UNITED STATES CUSTOMS DUTIES IMPOSED ON SHIPMENTS FROM FOREIGN SUPPLIERS AND PREPETITION OBLIGATIONS OF SERVICE PROVIDERS IN THE DEBTORS' FOREIGN SUPPLY CHAIN

Upon consideration of the motion (the "Motion")¹ of the Debtors² for entry of an order authorizing the Debtors to (i) pay certain prepetition claims of Shippers and Warehousemen in

¹ Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Motion.
² The Debtors in these Chapter 11 cases are: SENCORP, Senco Products, Inc., Senco Export, Inc., SenSource Global Sourcing, LLC, TyRex, LLC, Global Fastening Solutions, LLC, Agrifast, LLC, Nexicor, LLC, Omnifast, LLC, S C FINANCIAL, INC., Senco International, Inc., Sentron Medical, Inc., and Gregg Laboratories, Inc.

the ordinary course of business and (ii) to satisfy United States Customs Duties imposed on shipments from foreign suppliers and to otherwise satisfy prepetition obligations of suppliers in the Debtors' foreign supply chain; and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this Motion is a core proceeding pursuant to 28 U.S.C. § 157; and adequate notice of the Motion and opportunity for objection having been given, with no objections or requests for hearing having been filed, or all objections having been overruled, as the case may be; and it appearing that no other notice need be given; and after due deliberation and sufficient cause therefore, it is hereby:

1. ORDERED that the Motion is granted; and it is further
2. ORDERED that the Debtors are authorized, but not directed, in their sole discretion, to pay in the ordinary course of business prepetition Shipping and Warehousing Charges in an amount not to exceed \$1 million (which amount includes both foreign and domestic charges) without further Court order; and it is further
3. ORDERED that the Debtors, in their sole discretion, shall undertake appropriate efforts to cause Shippers and Warehousemen to acknowledge in writing that payment of such claims is conditioned upon the Shipper and Warehouseman continuing to supply goods and services to the Debtors on trade terms that, at a minimum, such Shipper or Warehouseman provided to the Debtors on a historical basis prior to the Petition Date, or such other trade practices and programs that are at least as favorable to the Debtors as those in effect during such time, and the Debtors reserve the right to negotiate new trade terms with any Shipper or Warehouseman as a condition to payment of any such claim; and it is further

4. ORDERED that the Debtors are authorized, but not directed, to satisfy (i) the United States customs duties imposed upon shipments from foreign suppliers and (ii) the prepetition obligations of Foreign Supply Chain Providers in the Debtors' Foreign Supply Chain; and it is further

5. ORDERED that the Debtors are authorized, but not directed, to maintain the U.S. Customs Bonds, as described in the Motion; and it is further

6. ORDERED that nothing in this Order shall prohibit the Debtors from seeking Court authority to increase the prepetition amounts authorized to be paid to the Shippers and Warehouseman hereunder; and it is further

7. ORDERED that all banks and other financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition Shipping and/or Warehousing Charges approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment; provided, however, that sufficient funds are available in the Debtors' bank accounts to cover such payments; provided, further, that all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order; and it is further

8. ORDERED that the Debtors are authorized to reissue any check, electronic payment, or otherwise, which was drawn in payment of any prepetition Shipping, Warehousing, and Foreign Supply Charges that is not cleared by a depository; and it is further

9. ORDERED that nothing herein shall impair the Debtors' ability to contest, without prejudice, in their sole discretion, the validity and amounts of the Shipping and Warehousing Charges owing to the Shippers and Warehouseman; and it is further

10. ORDERED that the Debtors do not concede that any liens (contractual, common law, statutory, or otherwise) alleged by Shippers or Warehousemen or paid pursuant to this Order are valid, and the Debtors expressly reserve the right to contest the extent, validity, perfection, or possible avoidance of all such liens; and it is further

11. ORDERED that the Court finds and determines that the requirements of Bankruptcy Rule 6003 are satisfied and that the relief requested is necessary to avoid immediate and irreparable harm; and it is further

12. ORDERED that nothing herein shall be deemed to constitute the postpetition assumption of any executory contracts between the Debtors and the Shippers or Warehousemen; and it is further

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

14. ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the interpretation, implementation, and enforcement of this Order.

SO ORDERED.

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