

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re Goldking Holdings, LLC, et al.  
Debtors

Case No. 13-12820 (BLS)

**INITIAL MONTHLY OPERATING REPORT**

**File report and attachments with Court and submit copy to United States Trustee within 15 days after order for relief.**

Certificates of insurance must name United States Trustee as a party to be notified in the event of policy cancellation. Bank accounts and checks must bear the name of the debtor, the case number, and the designation "Debtor in Possession." Examples of acceptable evidence of Debtor in Possession Bank accounts include voided checks, copy of bank deposit agreement/certificate of authority, signature card, and/or corporate checking resolution.

REQUIRED DOCUMENTS	Document Attached	Explanation Attached
<b>12-Month Cash Flow Projection (Form IR-1)</b>	Attached	
<b>Certificates of Insurance:</b>		
Workers Compensation	Attached	
Property	Attached	
General Liability	Attached	
Vehicle	N/A	
Other: Umbrella Liability, Maritime Employers Liability, Control of Well	Attached	
Identify areas of self-insurance w/liability caps		
<b>Evidence of Debtor in Possession Bank Accounts</b>		
Tax Escrow Account	Cash Management Order Attached	
General Operating Account		
Money Market Account pursuant to Local Rule 4001-3. Refer to <a href="http://www.deb.uscourts.gov/">http://www.deb.uscourts.gov/</a>		
Other:		
<b>Retainers Paid (Form IR-2)</b>	Attached	

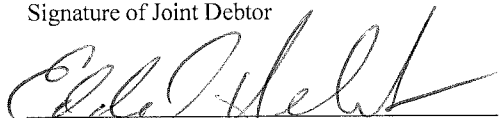
I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the documents attached are true and correct to the best of my knowledge and belief.

\_\_\_\_\_  
Signature of Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Date



11/14/13  
Date

Signature of Authorized Individual\*

Edward Hebert  
Printed Name of Authorized Individual

Chief Executive Officer  
Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

GOLDKING HOLDINGS, LLC  
PROJECTED CASH COLLATERAL BUDGET

File Ch. 11	Week Ending												Est. Ch. 11				
	11/01/13	11/08/13	11/15/13	11/22/13	11/29/13	12/06/13	12/13/13	12/20/13	12/27/13	01/03/13	01/10/13	01/17/13		01/24/13	02/07/13	02/14/13	02/21/13
<b>CASH INFLOWS - Operating Revenues</b>																	
Total proceeds from sale of production - oil	-	-	735	-	-	-	700	-	-	-	-	-	700	-	-	700	-
Total proceeds from sale of production - gas/liquids	240	-	475	20	-	-	-	-	-	450	-	-	-	450	-	-	450
Royalty payment to Texas GLO	(25)	(50)	-	(25)	(25)	(50)	-	-	(25)	(50)	-	-	-	(25)	-	-	(500)
Royalty and working interest payments	-	-	-	(550)	-	-	-	-	(550)	-	-	-	(525)	-	-	-	(500)
<b>NET OPERATING REVENUES</b>	<b>\$ 215</b>	<b>\$ (50)</b>	<b>\$ 735</b>	<b>\$ (75)</b>	<b>\$ (5)</b>	<b>\$ (50)</b>	<b>\$ 700</b>	<b>\$ (100)</b>	<b>\$ (25)</b>	<b>\$ (25)</b>	<b>\$ (50)</b>	<b>\$ (75)</b>	<b>\$ (50)</b>	<b>\$ (25)</b>	<b>\$ (75)</b>	<b>\$ (50)</b>	<b>\$ (50)</b>
<b>CASH INFLOWS - Other</b>																	
Receipts of JIB invoices billed to owners	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15
Receipts of PHA fees	9	-	-	-	9	-	-	-	-	-	-	-	-	-	-	-	-
Hedging settlements	(25)	-	-	-	-	-	-	-	-	(25)	-	-	-	-	-	-	-
Insurance proceeds	-	-	-	-	100	-	-	-	-	-	-	-	-	-	-	-	-
DIP Draws	1,500	-	-	-	1,500	-	-	-	-	-	-	-	-	-	-	-	-
<b>TOTAL CASH INFLOWS</b>	<b>\$ 1,705</b>	<b>\$ (26)</b>	<b>\$ 750</b>	<b>\$ (60)</b>	<b>\$ 1,510</b>	<b>\$ 49</b>	<b>\$ 715</b>	<b>\$ 1,415</b>	<b>\$ (10)</b>	<b>\$ (60)</b>	<b>\$ 15</b>	<b>\$ 715</b>	<b>\$ (60)</b>	<b>\$ 565</b>	<b>\$ (35)</b>	<b>\$ 715</b>	<b>\$ (35)</b>
<b>CASH OUTFLOWS - Operating Expenses</b>																	
Lease operating expenses	-	-	150	-	150	-	150	-	-	150	-	150	-	-	150	-	150
Production (severance) taxes	-	17	8	-	-	17	8	-	-	17	8	-	-	-	17	8	-
Ad valorem taxes	-	-	-	-	-	-	-	350	-	-	-	200	-	-	-	-	-
Plug and abandonment costs - Kent Bayou	-	-	-	100	100	200	-	200	-	200	-	200	-	-	-	-	-
Payroll	-	40	-	40	-	40	-	40	-	40	-	40	-	40	-	40	-
Contract labor (temporary employees)	-	-	30	-	-	-	30	-	-	-	-	30	-	-	-	30	-
Insurance - employee health/dental/etc	-	-	19	-	-	-	19	-	-	-	-	19	-	-	-	19	-
Insurance - premiums for Jan 14 - Feb 14 coverage	-	-	-	50	-	-	-	-	-	-	-	-	-	-	-	-	-
Office rent	-	-	35	-	-	-	35	-	-	-	-	35	-	-	-	35	-
Pay critical / lien vendors post-petition	1,267	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Utilities deposit fund	10	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Employee retention agreements	-	-	-	-	-	-	-	-	-	519	-	-	-	-	-	-	-
Other general & administrative expenses	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>TOTAL OPERATING CASH OUTFLOWS</b>	<b>\$ 1,277</b>	<b>\$ 57</b>	<b>\$ 267</b>	<b>\$ 140</b>	<b>\$ 533</b>	<b>\$ 237</b>	<b>\$ 267</b>	<b>\$ 825</b>	<b>\$ (10)</b>	<b>\$ 886</b>	<b>\$ 48</b>	<b>\$ 659</b>	<b>\$ 40</b>	<b>\$ -</b>	<b>\$ 207</b>	<b>\$ 117</b>	<b>\$ 190</b>
<b>CASH FLOW FROM OPERATIONS</b>																	
<b>\$ -</b>	<b>\$ 428</b>	<b>\$ (83)</b>	<b>\$ 483</b>	<b>\$ (200)</b>	<b>\$ 977</b>	<b>\$ (208)</b>	<b>\$ 448</b>	<b>\$ 825</b>	<b>\$ (10)</b>	<b>\$ (946)</b>	<b>\$ (33)</b>	<b>\$ 56</b>	<b>\$ (100)</b>	<b>\$ 565</b>	<b>\$ (242)</b>	<b>\$ 598</b>	<b>\$ (225)</b>
<b>CASH OUTFLOWS - Non Operating Expenses</b>																	
Lease / rental payments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Seismic data purchases - Seitel	-	-	-	-	190	-	-	-	-	-	-	-	-	-	-	-	-
Payment to White Oak Energy - consent to assign	-	-	-	-	350	-	-	-	-	-	-	-	-	-	-	-	-
DIP facility fee	150	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Professional fees - litigation counsel	-	-	-	100	-	-	-	100	-	-	-	-	-	100	-	-	100
Professional fees - bankruptcy counsel	-	-	-	250	-	-	-	250	-	-	-	-	-	250	-	-	250
Professional fees - creditor committee	-	-	-	15	-	-	-	15	-	-	-	-	-	15	-	-	15
Professional fees - bankruptcy support fees	-	-	-	35	-	-	-	35	-	-	-	-	-	30	-	-	25
US Trustee fees	-	-	-	10	-	-	-	10	-	-	-	-	-	10	-	-	10
<b>TOTAL NON OPERATING CASH OUTFLOWS</b>	<b>\$ 150</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 425</b>	<b>\$ -</b>	<b>\$ 540</b>	<b>\$ -</b>	<b>\$ 410</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 405</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 400</b>
<b>\$ -</b>	<b>\$ 1,427</b>	<b>\$ 57</b>	<b>\$ 267</b>	<b>\$ 565</b>	<b>\$ 533</b>	<b>\$ 797</b>	<b>\$ 267</b>	<b>\$ 1,000</b>	<b>\$ -</b>	<b>\$ 886</b>	<b>\$ 48</b>	<b>\$ 659</b>	<b>\$ 40</b>	<b>\$ 405</b>	<b>\$ 207</b>	<b>\$ 117</b>	<b>\$ 590</b>
<b>NET CASH INFLOW (OUTFLOW)</b>																	
<b>\$ -</b>	<b>\$ 278</b>	<b>\$ (83)</b>	<b>\$ 483</b>	<b>\$ (625)</b>	<b>\$ 977</b>	<b>\$ (748)</b>	<b>\$ 448</b>	<b>\$ 415</b>	<b>\$ (10)</b>	<b>\$ (946)</b>	<b>\$ (33)</b>	<b>\$ 56</b>	<b>\$ (100)</b>	<b>\$ 160</b>	<b>\$ (242)</b>	<b>\$ 598</b>	<b>\$ (625)</b>
<b>CUMULATIVE POST PETITION CASH FLOW</b>																	
<b>\$ 278</b>	<b>\$ 195</b>	<b>\$ 678</b>	<b>\$ 53</b>	<b>\$ 1,030</b>	<b>\$ 282</b>	<b>\$ 730</b>	<b>\$ 1,145</b>	<b>\$ 1,135</b>	<b>\$ 189</b>	<b>\$ 156</b>	<b>\$ 212</b>	<b>\$ 112</b>	<b>\$ 272</b>	<b>\$ 30</b>	<b>\$ 628</b>	<b>\$ 3</b>	<b>\$ 3</b>

Note: Budget is operating cash flows only and does not take into account projected proceeds from the sale of assets.



# CERTIFICATE OF LIABILITY INSURANCE

12/31/2013 DATE (MM/DD/YYYY)  
11/7/2013

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER LOCKTON COMPANIES, LLC 5847 SAN FELIPE, SUITE 320 HOUSTON TX 77057 866-260-3538	CONTACT NAME:	
	PHONE (A/C, No, Ext):	FAX (A/C, No):
	E-MAIL ADDRESS:	
INSURER(S) AFFORDING COVERAGE		NAIC #
INSURER A : Gemini Insurance Company		10833
INSURER B : Various Lloyd's Syndicates		
INSURER C : Texas Mutual Insurance Company		22945
INSURER D :		
INSURER E :		
INSURER F :		

INSURED 1354322 Goldking Onshore Operating  
777 Walker Street, Suite 2500  
Houston TX 77002

COVERAGES CERTIFICATE NUMBER: 12668604 REVISION NUMBER: XXXXXXXX

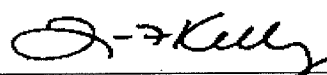
THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> Prim/NonContributory GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	N	N	JGH2000743	8/31/2013	12/31/2013	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMPOP AGG \$ 2,000,000 \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS			NOT APPLICABLE			COMBINED SINGLE LIMIT (Ea accident) \$ XXXXXXXX BODILY INJURY (Per person) \$ XXXXXXXX BODILY INJURY (Per accident) \$ XXXXXXXX PROPERTY DAMAGE (Per accident) \$ XXXXXXXX \$
A	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$	N	N	JUH2000656	8/31/2013	12/31/2013	EACH OCCURRENCE \$ 20,000,000 AGGREGATE \$ 20,000,000 \$ XXXXXXXX
C	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	TSF-0001215503	8/31/2013	12/31/2013	<input checked="" type="checkbox"/> WC STATU-TORY LIMITS <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
B	Maritime Employers Liability	N	N	PA018240b	8/31/2013	12/31/2013	Limit: \$1,000,000 CSL any one accident or illness
A	Control of Well			JCH2000463	8/31/2013	12/31/2013	See attached

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

CERTIFICATE HOLDER

CANCELLATION See Attachment

12668604  Office of the United States Trustee Attn: Jane M. Leamy 844 King Street, Room 2207, Lock Box 35 Wilmington DE 19801	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.  AUTHORIZED REPRESENTATIVE  
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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

GOLDKING HOLDINGS, LLC, et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 13-12820 (BLS)

Jointly Administered

Ref. Docket No. 9

**ORDER, PURSUANT TO SECTIONS 105(a) AND 345(b) 363 OF THE  
BANKRUPTCY CODE, BANKRUPTCY RULE 2015 AND LOCAL RULE 2015-2,  
(I) AUTHORIZING AND APPROVING CONTINUED USE OF CASH  
MANAGEMENT SYSTEM, (II) AUTHORIZING USE OF PREPETITION BANK  
ACCOUNTS AND BUSINESS FORMS, (III) WAIVING THE REQUIREMENTS OF  
SECTION 345(b) OF THE BANKRUPTCY CODE ON AN INTERIM  
BASIS AND (IV) GRANTING CERTAIN RELATED RELIEF**

Upon consideration of the motion (the "Motion")<sup>2</sup> of Goldking Holdings, LLC and its above-captioned affiliated debtors and debtors in possession (collectively, the "Debtors") for the entry of an order, pursuant to sections 105(a) and 345(b) of the Bankruptcy Code, Bankruptcy Rule 2015 and Local Rule 2015-2, (i) authorizing and approving the Debtors' continued use of their Cash Management System, (ii) granting the Debtors a waiver of the U.S. Trustee Guidelines, (iii) waiving the requirements of section 345(b) of the Bankruptcy Code on an interim basis with respect to the Debtors' deposit practices, and (iv) granting certain related relief; and upon consideration of the Motion and all pleadings related thereto, including the First Day Declaration; and due and proper notice of the Motion having been given; and it appearing that no other or further notice of the Motion is required; and it appearing that the Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334 and the

<sup>1</sup> The Debtors, together with the last four digits of each Debtor's federal tax identification number, are: Goldking Holdings, LLC (2614); Goldking Onshore Operating, LLC (2653); and Goldking Resources, LLC (2682). The mailing address for the Debtors is 777 Walker Street, Suite 2500, Houston, TX 77002.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

Amended Standing Order; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested in the Motion and provided for herein is in the best interest of the Debtors, their estates, and creditors; and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.

2. The Debtors are authorized in the reasonable exercise of their business judgment, to (i) designate, maintain and continue to use, with the same account numbers, all of their bank accounts in existence on the Petition Date (collectively, the "Bank Accounts"), including, without limitation, those bank accounts identified on Exhibit B to the Motion, (ii) use, in their present form, any and all checks and other documents related to the Bank Accounts, and (iii) treat such Bank Accounts for all purposes as accounts of the Debtors as debtors-in-possession and to maintain and continue using these accounts in the same manner and with the same account numbers, styles and document forms as those employed prior to the Petition Date.

3. The Cash Management Banks participating in the Cash Management System are hereby authorized to continue to service and administer all of the Bank Accounts as accounts of the Debtors as debtors-in-possession without interruption and in the ordinary course in a manner consistent with any agreements between the Cash Management Banks and the Debtors that existed prior to the Petition Date, and to receive, process, honor and pay any and all checks, drafts, wires, or other electronic transfer requests issued, payable through, or drawn on, such Bank Accounts after the Petition Date by the holders or makers thereof or other parties entitled to issue instructions with respect thereto, as the case may be; provided, however, that any

such checks, drafts, wires or other electronic transfer requests issued by the Debtors before the Petition Date may be honored by any bank only if specifically authorized by order of this Court.

4. Except for those that may be honored and paid to comply with any order of this Court authorizing payment of certain prepetition claims, no checks, drafts, wires or other electronic transfer requests drawn, issued or requested on the Bank Accounts before the Petition Date but presented for payment after the Petition Date shall be honored or paid.

5. The operation of the Cash Management System in accordance with the Debtors' normal and customary practice is adequate and sufficient and may be continued on and after the Petition Date.

6. The Cash Management Banks participating in the Cash Management System shall not be liable to the Debtors or to their estates for honoring a prepetition check or other item drawn on any account that is the subject of this Order (a) at the direction of the Debtors, (b) in a good faith belief that this Court has authorized such prepetition check or item to be honored, or (c) as a result of an innocent mistake made despite implementation of reasonable item handling procedures.

7. The Debtors are authorized to continue to use all their correspondence and business forms (including, without limitation, checks, letterhead, purchase orders and invoices) existing immediately before the Petition Date without reference to the Debtors' status as debtors-in-possession; provided, however, that upon the depletion of any pre-printed check stock and other business forms, the Debtors will obtain new check stock and business forms reflecting their status as debtors-in-possession; provided further, however, that with respect to checks which the Debtors or their agents print themselves, the Debtors shall begin printing "Debtor-in-Possession" or "DIP" on such items within ten (10) days of the date of the entry of this Order

8. Nothing contained herein shall prevent the Debtors from opening any new bank accounts or closing any of the Bank Accounts as the Debtors may deem necessary and appropriate; provided, however, that prior to opening any new bank accounts or closing any of the Bank Accounts, the Debtors shall provide notice of the Debtors' intentions with respect thereto to (i) the U.S. Trustee, (ii) the lender (and its counsel) under any post-petition financing agreement approved by this Court pursuant to any post-petition financing order, and (iii) any committee appointed in these cases (and its counsel); provided further, however, that the Debtors shall open any such new bank accounts at banks that have executed a Uniform Depository Agreement (a "UDA") with the U.S. Trustee, or at such banks that are willing to promptly execute such an agreement.

9. With regard to the Cash Management Banks that are party to a UDA with the U.S. Trustee, within fifteen (15) days from the date of the entry of this Order, the Debtors shall (a) contact each bank, (b) provide each bank with each of the Debtors' employer identification numbers, and (c) identify each of their Bank Accounts held at such banks as being held by a debtor-in-possession.

10. With regard to the Cash Management Banks that are not a party to a UDA with the U.S. Trustee, within sixty (60) days from the date of the entry of this Order, the Debtors shall use their good-faith efforts to cause the bank to execute a UDA in a form prescribed by the U.S. Trustee. The U.S. Trustee's rights to seek further relief from this Court on notice in the event that the aforementioned banks are unwilling to execute a UDA in a form prescribed by the U.S. Trustee are fully reserved.

11. The requirements of section 345(b) of the Bankruptcy Code are waived on an interim basis for a period of sixty (60) days from the Petition Date such that the Debtors are

hereby permitted to maintain their deposits in their Bank Accounts in accordance with their existing deposit practices. This Order shall be without prejudice to the Debtors' rights to seek a further interim waiver from this Court of such requirements or to seek approval from this Court to deviate from such requirements on a final basis.

12. The Cash Management Banks are hereby authorized to debit from the Bank Accounts ordinary course of business bank fees and charges without further order of this Court, provided that such fees and charges are authorized under the applicable account agreement with the Debtors, and provided further that nothing set forth herein shall authorize any of the Cash Management Banks to debit any claim or charges not in the ordinary course of business and not permitted under the applicable account agreements.

13. Within five (5) business days from the date of the entry of this Order, the Debtors shall (i) serve a copy of this Order on each Cash Management Bank and (ii) request that each Cash Management Bank internally code each of the Bank Accounts as "debtor-in-possession" accounts.

14. Nothing in this Order (a) is intended or shall be deemed to constitute an assumption of any agreement pursuant to section 365 of the Bankruptcy Code, or (b) shall impair, prejudice, waive or otherwise affect the rights of the Debtors and their estates with respect to the validity, priority or amount of any claim against the Debtors and their estates.

15. The Debtors are authorized to take any and all actions necessary to effectuate the relief granted herein.

16. The requirements of Bankruptcy Rule 6003(b) are satisfied.

17. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.



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

Dated: October 31, 2013  
Wilmington, Delaware



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Brendan L. Shannon  
United States Bankruptcy Judge

In re Goldking Holdings, LLC, et al.

Debtors

Case No. 13-12820 (BLS)

**SCHEDULE OF RETAINERS PAID TO PROFESSIONALS**

(This schedule is to include each Professional paid a retainer)

Payee	Check		Name of Payor	Amount	Amount Applied to Date	Balance
	Date	Number				
Young Conaway Stargatt & Taylor, LLP	10/16/2013	wire	Goldking Holdings, LLC	\$ 200,000.00	\$ -	\$ 200,000.00
Epiq Bankruptcy Solutions, LLC	10/25/2013	wire	Goldking Holdings, LLC	\$ 10,000.00	\$ -	\$ 10,000.00
Lantana Oil and Gas Partners	6/13/2013	wire	Goldking Onshore Operating, LLC	\$ 40,000.00	\$ -	\$ 40,000.00
Susman Godfrey LLP	4/1/2013	7593	Goldking Onshore Operating, LLC	\$ 25,000.00	\$ -	\$ 25,000.00

<sup>1</sup> Evergreen Retainer