



10:19 am, 5/2/13  
Tim J. Ellis  
Clerk of Court

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

In re: )  
 )  
WESTERN BIOMASS ENERGY, LLC, ) Case No. 12-21085  
 ) CHAPTER 11  
 )  
Debtor. )

**ORDER AUTHORIZING AND APPROVING AUCTION SALE OF SUBSTANTIALLY  
ALL OF THE DEBTOR'S ASSETS FREE AND CLEAR OF LIENS, CLAIMS AND  
INTERESTS**

**THIS MATTER** having come before the Court on the Debtor's *Motion for Approval of Auction Sale of Personal Property* ("Sale Motion") filed herein on April 5, 2013, wherein the Debtor seeks authorization to sell free and clear of any interests and/or liens of any entity, if any, by auction sale to the highest bidder(s) certain personal property as more particularly described in the Sale Motion ("Assets"), it appearing that the relief requested in the Sale Motion is in the best interests of the Debtor, its estate, creditors and other parties in interests, the Court determines and concludes as follows:

*and no objections were filed!*

**IT IS HEREBY FOUND AND DETERMINED THAT:**

- a. The Court has jurisdiction over the Sale Motion pursuant to 28 U.S.C. §§ 157 and 1334, and this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A).
- b. The Debtor may sell the Assets, and all interests it has therein, free and clear of all claims and interest of any kind or nature whatsoever because, in each case, one or more of the standards set forth in section 363(f)(1)-(5) of the Bankruptcy Code has been satisfied.

**NOW, THEREFORE, IT IS HEREBY ORDERED THAT:**

- 1. The Sale Motion is granted in its entirety.

2. The Assets shall be sold free and clear of all claims and interests of any kind or nature whatsoever. *Valid liens shall attach to the proceeds. DJE*

3. All sale proceeds, except the Consultant Fees of Great American as that term is defined in paragraph 4 of the Auction Agreement approved in accordance with the *Order for Debtor to Employ Great American Group, LLC as Financial Consultant and Liquidator*, shall be segregated in a separate Debtor-in-Possession account until further order of the Court.

4. Great American shall be entitled to <sup>DJE</sup>immediate payment of its Consultant Fees once all sale proceeds are received from any bidder that submits a bid that is accepted. *and it files DJE And serves an application for fees.*

5. The Debtor shall cause to be filed with the Court a final report pursuant to F.R.B.P. 6004 after the conclusion of the sale(s).

6. The Debtor shall be authorized to pay to any creditor with a valid and perfected lien on the Assets the amount of its claim to the extent the claim is not in dispute.

DATED this 2 day of May, 2013.

BY THE COURT:

  
United States Bankruptcy Court Judge