

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

In re:) **Chapter 11**
)
SEMCRUDE, L.P., et al.,¹) **Case No. 08-11525 (BLS)**
)
Debtors.) **(Jointly Administered)**
)

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON NOVEMBER 19, 2008 AT 2:00 P.M.**

RESOLVED/CONTINUED MATTERS

1. Motion to Modify Automatic Stay to Permit Setoff of Mutual Pre-Petition Debtors of Debtor SemMaterials, LP. filed by Venture Corp. [Docket No. 1126 - filed September 4, 2008]

Response/Objection Deadline: September 22, 2008 at 4:00 p.m., extended to September 26, 2008 at 4:00 p.m. for the Debtors and Bank of America, N.A., as agent for the Debtors' postpetition lenders

Responses/Objections Received:

- A. Debtors' Objection to Motion of Corporation to Modify Automatic Stay to Effectuate Setoffs (Docket No. 1126) [Docket No. 1560 - filed September 26, 2008]
- B. Joinder of Bank of America, N.A., as Agent, to Debtors' Objection to Motion of Venture Corporation to Modify Automatic Stay to Permit Setoff of Mutual Pre-Petition Debts of Debtor SemMaterials, L.P. [Docket No. 1562- filed September 26, 2008]
- C. Joinder of Official Committee of Unsecured Creditors of SemCrude, L.P., et al. in Debtors' Objection to Motion of Corporation to Modify Automatic Stay to Effectuate Setoffs [Docket No. 1566 - filed September 27, 2008]

¹ The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, are: SemCrude, L.P. (7524), Chemical Petroleum Exchange, Incorporated (8866), Eaglwing, L.P. (7243), Grayson Pipeline, L.L.C. (0013), Greyhawk Gas Storage Company, L.L.C. (4412), K.C. Asphalt L.L.C. (6235), SemCanada II, L.P. (3006), SemCanada L.P. (1091), SemCrude Pipeline, L.L.C. (9811), SemFuel Transport LLC (6777), SemFuel, L.P. (1015), SemGas Gathering LLC (4203), SemGas Storage, L.L.C. (0621), SemGas, L.P. (1095), SemGroup Asia, L.L.C. (5852), SemGroup Finance Corp. (3152), SemGroup, L.P. (2297), SemKan, L.L.C. (8083), SemManagement, L.L.C. (0772), SemMaterials Vietnam, L.L.C. (5931), SemMaterials, L.P. (5443), SemOperating G.P., L.L.C. (5442), SemStream, L.P. (0859), SemTrucking, LP. (5355), Steuben Development Company, L.L.C. (9042) and SemCap, L.L.C. (5317).

Status: The parties have resolved this matter and intend to present a stipulation reflecting the resolution at the hearing.

2. Zach Burkett Co.'s Motion to Compel SemMaterials, L.P. to Accept or Reject Executory Contract [Docket No. 1491 - filed September 23, 2008]

Objection/Response Deadline: October 13, 2008 at 4:00 p.m.

Objections/Responses Received:

- A. Debtors' Objections to Motions Filed by Zack Burkett Co. [Docket No. 1733 - filed October 13, 2008]
- B. Joinder in Debtors' Objections to Motions Filed by Zack Burkett Co. [Docket No. 1744 - filed October 13, 2008]
- C. Joinder of Bank of America, N.A., as Agent, to Debtors' Objection to Motions of Zack Burkett Co. (A) for an Order Pursuant to 11 U.S.C. § 105(a) and 11 U.S.C. § 365(d) Compelling Debtor SemMaterials, L.P. to Accept or Reject Executory Contract (D.I. 1491) and (B) for an Order (I) Pursuant to 11 U.S.C. § 105(a) to Confirm Right of Recoupment and/or (II) Pursuant to 11 U.S.C. §§ 105(a), 362(d), and 553(a) for Relief from the Automatic Stay to Effectuate Setoff (D.I. 1492) [Docket No. 1761 - filed October 14, 2008]

Status: The parties have resolved this matter and intend to present an order reflecting the resolution at the hearing.

3. Zack Burkett Co.'s Motion for Relief from Stay to Effectuate Setoff and/or for an Order Pursuant to 11 U.S.C. Section 105(a) to Confirm Right of Recoupment [Docket No. 1492 - filed September 23, 2008]

Objection/Response Deadline: October 13, 2008 at 4:00 p.m.

Objections/Responses Received:

- A. Debtors' Objections to Motions Filed by Zack Burkett Co. [Docket No. 1733 - filed October 13, 2008]
- B. Joinder in Debtors' Objections to Motions Filed by Zack Burkett Co. [Docket No. 1744 - filed October 13, 2008]
- C. Joinder of Bank of America, N.A., as Agent, to Debtors' Objection to Motions of Zack Burkett Co. (A) for an Order Pursuant to 11 U.S.C. § 105(a) and 11 U.S.C. § 365(d) Compelling Debtor SemMaterials, L.P. to Accept or Reject Executory Contract (D.I. 1491) and (B) for an Order (I) Pursuant to 11 U.S.C. § 105(a) to Confirm Right of Recoupment and/or (II) Pursuant to 11 U.S.C. §§ 105(a), 362(d), and 553(a) for Relief from the Automatic Stay to Effectuate Setoff (D.I. 1492) [Docket No. 1761 - filed October 14, 2008]

Status: The parties have resolved this matter and intend to present an order reflecting the resolution at the hearing.

4. Motion for Relief from Stay to Permit Setoff of Mutual Pre-Petition Debts with the Debtor SemMaterials, L.P. filed by Sta-Bilt Construction Co. [Docket No. 1625 - filed October 2, 2008]

Objection/Response Deadline: October 13, 2008 at 4:00 p.m.

Objections/Responses Received:

- A. Debtors' Objection to Motion of Sta-Bilt Construction Co. for Relief from the Automatic Stay to Effectuate Setoffs [Docket No. 1734 - filed October 13, 2008]
- B. Joinder to Debtors' Objection to Motion of Sta-Bilt Construction Co. for Relief from the Automatic Stay to Effectuate Setoffs [Docket No. 1745 - filed October 13, 2008]
- C. Joinder of Bank of America, N.A., as Agent, to Debtors Objection to Motion of Sta-Bilt Construction Co. for Relief from the Automatic Stay to Effectuate Setoffs [Docket No. 1760 - filed October 14, 2008]

Related Documents:

- i. Affidavit of Richard Burchett in Support of Sta-Bilt Construction Co.'s Motion for Relief from the Automatic Stay to Permit Setoff of Mutual Pre-Petition Debts with the Debtor SemMaterials, L.P. [Docket No. 1627 - filed October 2, 2008]

Status: The parties have resolved this matter and intend to present an order reflecting the resolution at the hearing.

5. The Official Producers' Committee's (I) Motion Pursuant to Rules 3007 and 7001 of the Federal Rules of Bankruptcy Procedure and Section 105(a) of the Bankruptcy Code for Entry of an Order Extending the Time Within Which Official Producers' Committee May (A) Challenge Liens and Securities Interest of Prepetition Secured Parties and (B) Assert Causes of Action Against Prepetition Secured Parties and Granting Related Relief, and (II) Response to Motion of Official Committee of Unsecured Creditors Seeking Similar Relief [Docket No. 1999 - filed November 5, 2008]

Related Document:

- i. Notice of Withdrawal of the Official Producers' Committee's (I) Motion Pursuant to Rules 3007 and 7001 of the Federal Rules of Bankruptcy Procedure and Section 105(a) of the Bankruptcy Code for Entry of an Order Extending the Time Within Which Official Producers' Committee May (A) Challenge Liens and Securities Interest of Prepetition Secured Parties and (B) Assert Causes of Action Against Prepetition Secured Parties and Granting Related Relief, and (II)

Response to Motion of Official Committee of Unsecured Creditors Seeking Similar Relief [Docket No. 2080 - filed November 13, 2008]

Status: The motion has been withdrawn. No hearing is required.

6. Motion of Official Committee of Unsecured Creditors of SemCrude, L.P., et al., Pursuant to Rules 3007 and 7001 of the Federal Rules of Bankruptcy Procedure and Section 105(a) of the Bankruptcy Code for Entry of An Order Extending the Time Within Which the Creditors Committee May (i) Challenge Liens and Security Interests of Prepetition Secured Parties and (ii) Assert Claims Causes of Actions Against Prepetition Secured Parties and Granting Related Relief [Docket No. 1956 - filed October 30, 2008]

Objection/Response Deadline: November 12, 2008 at 4:00 p.m.

Objections/Responses Received:

- A. The Official Producers' Committee's (I) Motion Pursuant to Rules 3007 and 7001 of the Federal Rules of Bankruptcy Procedure and Section 105(a) of the Bankruptcy Code for Entry of an Order Extending the Time Within Which Official Producers' Committee May (A) Challenge Liens and Securities Interest of Prepetition Secured Parties and (B) Assert Causes of Action Against Prepetition Secured Parties and Granting Related Relief, and (II) Response to Motion of Official Committee of Unsecured Creditors Seeking Similar Relief [Docket No. 1999 - filed November 5, 2008]

Related Document:

- i. Notice of Withdrawal of the Official Producers' Committee's (I) Motion Pursuant to Rules 3007 and 7001 of the Federal Rules of Bankruptcy Procedure and Section 105(a) of the Bankruptcy Code for Entry of an Order Extending the Time Within Which Official Producers' Committee May (A) Challenge Liens and Securities Interest of Prepetition Secured Parties and (B) Assert Causes of Action Against Prepetition Secured Parties and Granting Related Relief, and (II) Response to Motion of Official Committee of Unsecured Creditors Seeking Similar Relief [Docket No. 2080 - filed November 13, 2008]

Status: The hearing on this matter is continued to December 9, 2008 at 10:00 a.m.

UNCONTESTED MATTER GOING FORWARD

7. Motion by Official Committee of Producers Under 11 U.S.C. § 1103 and Fed. R. Bankr. P. 2004 for Expedited Production of Documents by and Examination of Witnesses at Debtors [Docket No. 2067 - filed November 12, 2008]

Objection/Response Deadline: November 17, 2008 at 4:00 p.m.

Objections/Responses Received: None to date

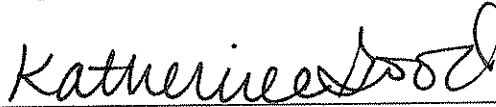
Related Document:

- i. Order Shortening Notice Period Concerning the Motion of the Official Producers' Committee, Pursuant to Bankruptcy Rule 2004 to Request Documents and Information from Debtors [Docket No. 2087 - filed November 14, 2008]

Status: The hearing on this matter is going forward.

Dated: November 17, 2008
Wilmington, Delaware

Respectfully submitted,



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