

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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| In re: |) | Chapter 11 |
| |) | |
| The SCO GROUP, INC., <u>et al.</u> , ¹ |) | Case No. 07-11337 (KG) |
| |) | (Jointly Administered) |
| Debtors. |) | Related Docket Nos. 10, 30 and 42 |

**FINAL ORDER UNDER SECTION 366 OF THE BANKRUPTCY CODE
(I) PROHIBITING UTILITY PROVIDERS FROM ALTERING, REFUSING
OR DISCONTINUING SERVICE, (II) DEEMING UTILITIES ADEQUATELY
ASSURED OF FUTURE PERFORMANCE, AND (III) ESTABLISHING
PROCEDURES FOR DETERMINING ADEQUATE ASSURANCE OF PAYMENT**

Upon consideration of the *Debtors' Motion For An Order Under Section 366 of The Bankruptcy Code (i) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Service, (ii) Deeming Utilities Adequately Assured Of Future Performance, And (iii) Establishing Procedures For Determining Adequate Assurance Of Payment* (the "Motion") (Docket No. 10),² and the Court having entered the *Interim Order Under Section 366 of the Bankruptcy Code (i) Prohibiting Utility Providers from Altering, Refusing or Discontinuing Service, (ii) Deeming Utilities Adequately Assured of Future Performance, and (ii) Establishing Procedures for Determining Adequate Assurance of Payment* (Docket No. 30) (the "Interim Order") and after due deliberation and sufficient cause appearing therefore; and notice of the Motion and Interim Order having been served on (i) the Office of the United States Trustee;

¹ The Debtors and the last four digits of each of the Debtors' federal tax identification numbers are as follows: (a) The SCO Group, Inc., a Delaware corporation, Fed. Tax Id. #2823; and (b) SCO Operations, Inc., a Delaware corporation, Fed. Tax ID. #7393. The address for both Debtors is 355 South 520 West, Lindon, UT 84042.

² Capitalized terms not otherwise defined herein shall have the meanings set forth in the Motion.

(ii) the Debtors' twenty largest unsecured creditors (on a consolidated basis); (iii) those persons who have requested notice pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure; and (vii) utility providers listed on Exhibit A to the Motion (*see* Docket No. 42); and the Court finding that the relief requested in the Motion is in the best interest of the Debtors, their estates and creditors and other parties in interest. After due deliberation thereon and sufficient cause appearing therefor it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is GRANTED on a final basis.
2. Except in accordance with the procedures set forth below, absent further order of the Court, each Utility Provider, listed on Exhibit A hereto, is prohibited from (a) altering, refusing or discontinuing service to, or discriminating against the Debtors solely on the basis of the commencement of these cases or on account of any unpaid invoice for services provided before the Petition Date and (b) requiring the payment of any additional deposit or other security in connection with the Utility Providers' continued provision of utility services, including the furnishing of gas, electricity, telephone or sanitation services, or any other utility service of like kind to the Debtors.
3. If a Utility Provider is not satisfied with the assurance of future payment provided by the Debtors in the Motion, then the Utility Provider must serve a written request (the "Request") upon the Debtors setting forth the location(s) for which Utility Services are provided, the account number(s) for such location(s), the outstanding balance for each account, a summary

of the Debtors' payment history on each account, and an explanation of why the Utility Deposit is inadequate assurance of payment.

4. The Request must be actually received by Debtors' counsel, James O'Neill, Esquire, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, Delaware 19899-8705 (Courier 19801), and Arthur J. Spector, Esq., Berger Singerman, P.A., 350 East Las Olas Blvd., Ste. 1000, Fort Lauderdale, Florida 33301 within 45 days after the date of the order granting this Motion (the "Request Deadline").

5. Without further order of the Court, the Debtors may enter into agreements granting additional adequate assurance to a Utility Provider serving a timely Request, if the Debtors in their discretion determine that the Request is reasonable.

6. If the Debtors believe that a Request is unreasonable, the Debtors within 30 days after the Request Deadline date shall file a motion pursuant to section 366(c)(2) of the Bankruptcy Code (a "Determination Motion"), seeking a determination from the Court that the Utility Deposit paid to the objecting Utility Provider, plus any additional consideration offered by the Debtors, constitutes adequate assurance of payment. Pending notice and a hearing on the Determination Motion, the Utility Provider that is the subject of the unresolved Request may not alter, refuse, or discontinue services to the Debtors nor recover or setoff against a prepetition Date deposit.

7. Any Utility Provider that fails to make a timely Request shall be deemed to be satisfied that the Utility Deposit supplies adequate assurance of payment.

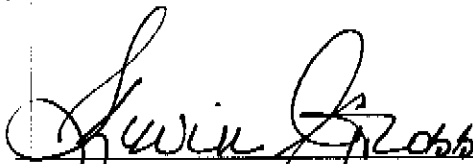
8. The Debtors may supplement the list of Utility Providers on Exhibit A to the Motion. If the Debtors supplement the list subsequent to the filing of this Motion, the Debtors shall serve a copy of the Motion and this Order on any Utility Provider that is added to the list by such a supplement (the "Supplemental Service"). In addition, the Debtors will deposit 50% of the estimated cost of monthly utility consumption as a Utility Deposit for the added Utility Provider. Any subsequently added Utility Provider set forth on a supplement to Exhibit A to the Motion will fall within the scope of this Order from the date of the filing of the supplemental Exhibit A. Such an added Utility Provider shall have 30 days after the date of service of the Motion and the Order to make a Request. If such Request is made, the Debtors and the Utility Provider making the Request shall be bound by the Procedures set forth herein, as applicable.

9. The Debtors may terminate the services of any Utility Provider by providing written notice (a "Termination Notice"). Upon receipt of a Termination Notice by a Utility Provider, the Utility Provider shall immediately refund any Utility Deposit to the Debtors, without giving effect to any rights of setoff or any claims the Utility Provider may assert against the Debtors.

10. Nothing in this order shall be deemed to vacate or modify any other restrictions on the termination of service by a Utility Provider as provided by sections 362 and 365 of the Bankruptcy Code or other applicable law and nothing herein or in the Motion shall constitute postpetition assumption or adoption of any agreement pursuant to section 365 of the

Bankruptcy Code, nor shall anything herein be deemed a waiver by the Debtors or any other party of any rights with respect to the assumption or rejection of an executory contract.

Dated: October 4, 2007


The Honorable Kevin Gross
United States Bankruptcy Judge