

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION**

In re:	§	Case No. 05-21207
	§	
ASARCO LLC, et al.	§	Chapter 11
	§	
Debtors.	§	(Jointly Administered)
	§	

ORDER AUTHORIZING DEBTOR TO ENTER SETTLEMENT AGREEMENT WITH SOVEREIGN MARINE & GENERAL INSURANCE COMPANY LIMITED

Upon consideration of the motion of ASARCO LLC (“ASARCO” or the “Debtor”) for an order authorizing the Debtor to enter into a settlement agreement with Sovereign Marine & General Insurance Company Limited (the “Motion”); and the Court finding that the requested relief is in the best interests of the Debtor, its estate, creditors, and other parties in interest; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

FOUND AND DETERMINED THAT:

- A. The Court has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334;
- B. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and venue in this district is proper under 28 U.S.C. §§ 1408 and 1409;
- C. Proper and adequate notice of the Motion and the hearing thereon has been given, and no other or further notice is necessary;
- D. A reasonable opportunity to object or be heard with respect to the Motion and the relief requested therein has been afforded to all interested persons and entities;
- E. The settlement is fair and equitable;

F. Execution of the settlement agreement by the Debtor will benefit the Debtor's estate and will assist ASARCO in achieving its goal of reorganization; and it is therefore

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is **GRANTED** in all respects;
2. Any objection to the Motion or the relief requested therein has been resolved, withdrawn, or is overruled on the merits;
3. The Debtor is authorized to enter into the Settlement Agreement (as defined in the Motion);
4. The Debtor shall deposit the proceeds of the Settlement Agreement, net of the 5% fee due and payable to Anderson Kill, into the escrow account described in and subject to the same terms and conditions as the Third Supplemental Stipulation Regarding Escrow of Certain Insurance Proceeds entered on August 25, 2006; and
4. The Court reserves jurisdiction to interpret and enforce this Order.

Dated: _____
March 23, 2007



RICHARD S. SCHMIDT
UNITED STATES BANKRUPTCY JUDGE