

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X
:
In re :
:
NEWPAGE CORPORATION, : **Chapter 11**
:
:
Debtor. : **Case No. 11-12804 (KG)**
:
:
-----X

-----X
-----X
:
In re :
:
CHILLCOTHE PAPER INC., : **Chapter 11**
:
:
Debtor. : **Case No. 11-12811 (KG)**
:
:
-----X

-----X
-----X
:
In re :
:
ESCANABA PAPER COMPANY, : **Chapter 11**
:
:
Debtor. : **Case No. 11-12813 (KG)**
:
:
-----X

-----X
-----X
:
In re :
:
LUKE PAPER COMPANY, : **Chapter 11**
:
:
Debtor. : **Case No. 11-12815 (KG)**
:
:
-----X



-----X
:
In re :
:
NEWPAGE CANADIAN SALES LLC, : **Chapter 11**
:
Debtor. : **Case No. 11-12816 (KG)**
:
:
-----X

-----X
-----X
:
In re :
:
NEWPAGE CONSOLIDATED PAPERS INC., : **Chapter 11**
:
Debtor. : **Case No. 11-12817 (KG)**
:
:
-----X

-----X
-----X
:
In re :
:
NEWPAGE ENERGY SERVICES LLC, : **Chapter 11**
:
Debtor. : **Case No. 11-12805 (KG)**
:
:
-----X

-----X
-----X
:
In re :
:
NEWPAGE GROUP INC., : **Chapter 11**
:
Debtor. : **Case No. 11-12806 (KG)**
:
:
-----X

-----X
-----X
:
In re :
:
NEWPAGE HOLDING CORPORATION, : **Chapter 11**
:
Debtor. : **Case No. 11-12808 (KG)**
:
:
-----X

-----X
:
In re :
: **Chapter 11**
NEWPAGE PORT HAWKESBURY :
HOLDING LLC, :
: **Case No. 11-12810 (KG)**
Debtor. :
:

-----X
-----X
:
In re :
: **Chapter 11**
NEWPAGE WISCONSIN SYSTEM INC., :
: **Case No. 11-12807 (KG)**
Debtor. :
:

-----X
-----X
:
In re :
: **Chapter 11**
RUMFORD PAPER COMPANY, :
: **Case No. 11-12809 (KG)**
Debtor. :
:

-----X
-----X
:
In re :
: **Chapter 11**
UPLAND RESOURCES, INC., :
: **Case No. 11-12812 (KG)**
Debtor. :
:

-----	X
	:
<i>In re</i>	:
	:
	:
WICKLIFFE PAPER COMPANY LLC,	:
	:
	:
Debtor.	:
	:
	:
-----	X

Related Docket No. 2

**ORDER DIRECTING JOINT ADMINISTRATION
OF THE DEBTORS' CHAPTER 11 CASES**

Upon the motion dated September 7, 2011 (the "Motion"),¹ of NewPage Corporation ("NewPage") and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively with NewPage, the "Debtors"),² as debtors and debtors in possession, for an order directing the joint administration of the Debtors' chapter 11 cases for procedural purposes only, all as more fully described in the Motion; and the Court having subject matter jurisdiction to consider the Motion and to grant the relief requested therein in accordance with 28 U.S.C. § 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and no trustee, examiner, or statutory creditors' committee having been appointed in these chapter 11 cases; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the "Hearing"); and upon the

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

² The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Chillicothe Paper Inc. (6154), Escanaba Paper Company (5598), Luke Paper Company (6265), NewPage Canadian Sales LLC (5384), NewPage Consolidated Papers Inc. (8330), NewPage Corporation (6156), NewPage Energy Services LLC (1838), NewPage Group Inc. (2465), NewPage Holding Corporation (6158), NewPage Port Hawkesbury Holding LLC (8330), NewPage Wisconsin System Inc. (3332), Rumford Paper Company (0427), Upland Resources, Inc. (2996), and Wickliffe Paper Company LLC (8293). The Debtors' corporate headquarters is located at 8540 Gander Creek Drive, Miamisburg, OH 45342.

Declaration of George F. Martin in Support of the Debtors' First Day Motions and Applications, the record of the Hearing, and all of the proceedings had before the Court; and any objections to the Motion having been withdrawn or overruled; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and all parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted as may be modified herein; and it is further

ORDERED that the above-captioned chapter 11 cases are consolidated, for procedural purposes only, and shall be administered jointly under Case No. 11-12804 (KG); and it is further

ORDERED that nothing contained in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of any of the above-captioned cases; and it is further

ORDERED that the caption of the jointly administered cases shall read as follows:

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

-----X
In re : **Chapter 11**
: **Case No. 11-12804 (KG)**
NEWPAGE CORPORATION, *et al.*, : **Jointly Administered**
: **Debtors.**¹
:
:
-----X

and it is further

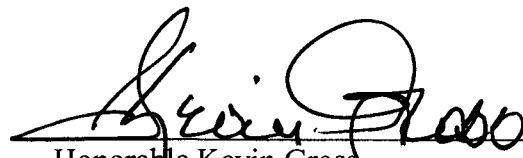
ORDERED that a docket entry shall be made in each of the individual Debtors' chapter 11 cases substantially as follows:

An Order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases of Chillicothe Paper Inc. (6154), Escanaba Paper Company (5598), Luke Paper Company (6265), NewPage Canadian Sales LLC (5384), NewPage Consolidated Papers Inc. (8330), NewPage Corporation (6156), NewPage Energy Services LLC (1838), NewPage Group Inc. (2465), NewPage Holding Corporation (6158), NewPage Port Hawkesbury Holding LLC (8330), NewPage Wisconsin System Inc. (3332), Rumford Paper Company (0427), Upland Resources, Inc. (2996), and Wickliffe Paper Company LLC (8293). The docket in **Case No. 11-12804 (KG)** should be consulted for all matters affecting this case.

and it is further

ORDERED that this Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.

Dated: September **B**, 2011
Wilmington, Delaware



Honorable Kevin Gross
Chief Judge, United States Bankruptcy Court

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Chillicothe Paper Inc. (6154), Escanaba Paper Company (5598), Luke Paper Company (6265), NewPage Canadian Sales LLC (5384), NewPage Consolidated Papers Inc. (8330), NewPage Corporation (6156), NewPage Energy Services LLC (1838), NewPage Group Inc. (2465), NewPage Holding Corporation (6158), NewPage Port Hawkesbury Holding LLC (8330), NewPage Wisconsin System Inc. (3332), Rumford Paper Company (0427), Upland Resources, Inc. (2996), and Wickliffe Paper Company LLC (8293). The Debtors' corporate headquarters is located at 8540 Gander Creek Drive, Miamisburg, OH 45342.