

ORIGINAL

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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 In re :
 : Chapter 11
 :
 PARAGON OFFSHORE DRILLING :
 LLC : Case No. 16-10385 (CSS)
 :
 Debtor. :
 :
 Tax I.D. No. 73-0374541 :
 -----X

In re :
 : Chapter 11
 :
 PARAGON OFFSHORE PLC :
 : Case No. 16-10386 (CSS)
 :
 Debtor. :
 :
 Tax I.D. No. 98-1146017 :
 -----X

In re :
 : Chapter 11
 :
 PARAGON OFFSHORE FINANCE :
 COMPANY : Case No. 16-10388 (CSS)
 :
 Debtor. :
 :
 Tax I.D. No. 98-1186632 :
 -----X

In re :
 : Chapter 11
 :
 PARAGON INTERNATIONAL :
 FINANCE COMPANY : Case No. 16-10391 (CSS)
 :
 Debtor. :
 :
 Tax I.D. No. 98-1108126 :
 -----X



-----X
In re : Chapter 11
PARAGON OFFSHORE HOLDINGS :
US INC. : Case No. 16-10393 (CSS)
Debtor. :
Tax I.D. No. 46-5761960 :
-----X

In re : Chapter 11
PARAGON FDR HOLDINGS LTD. : Case No. 16-10395 (CSS)
Debtor. :
Tax I.D. No. 98-0604731 :
-----X

In re : Chapter 11
PARAGON DUCHESS LTD. : Case No. 16-10398 (CSS)
Debtor. :
No Tax I.D. :
-----X

In re : Chapter 11
PARAGON OFFSHORE :
(LUXEMBOURG) S.À R.L. : Case No. 16-10400 (CSS)
Debtor. :
Tax I.D. No. 98-1235897 :
-----X

-----X
In re : Chapter 11
PGN OFFSHORE DRILLING :
(MALAYSIA) SDN. BHD. : Case No. 16-10403 (CSS)
Debtor. :
Tax I.D. No. 98-0599238 :
-----X

In re : Chapter 11
PARAGON OFFSHORE (LABUAN) :
PTE. LTD. : Case No. 16-10406 (CSS)
Debtor. :
Tax I.D. No. 98-0613505 :
-----X

In re : Chapter 11
PARAGON HOLDING SCS 2 LTD. : Case No. 16-10407 (CSS)
Debtor. :
Tax I.D. No. 98-1124108 :
-----X

In re : Chapter 11
PARAGON ASSET COMPANY :
LTD. : Case No. 16-10408 (CSS)
Debtor. :
Tax I.D. No. 98-0172832 :
-----X

-----X
In re :
PARAGON HOLDING SCS 1 LTD. : Chapter 11
: Case No. 16-10409 (CSS)
: Debtor. :
Tax I.D. No. 98-1124004 :
-----X

In re :
PARAGON OFFSHORE LEASING : Chapter 11
(LUXEMBOURG) S.À R.L. : Case No. 16-10410 (CSS)
: Debtor. :
Tax I.D. No. 98-0635936 :
-----X

In re :
PARAGON DRILLING SERVICES 7 : Chapter 11
LLC : Case No. 16-10387 (CSS)
: Debtor. :
Tax I.D. No. 80-0457882 :
-----X

In re :
PARAGON OFFSHORE LEASING : Chapter 11
(SWITZERLAND) GMBH : Case No. 16-10389 (CSS)
: Debtor. :
Tax I.D. No. 98-0630669 :
-----X

-----X
 In re :
 : Chapter 11
 :
 PARAGON OFFSHORE DO BRASIL :
 LTDA. : Case No. 16-10390 (CSS)
 :
 Debtor. :
 :
 No Tax I.D. :
 -----X

In re :
 : Chapter 11
 :
 PARAGON ASSET (ME) LTD. :
 : Case No. 16-10392 (CSS)
 :
 Debtor. :
 :
 Tax I.D. No. 98-0228362 :
 -----X

In re :
 : Chapter 11
 :
 PARAGON ASSET (UK) LTD. :
 : Case No. 16-10394 (CSS)
 :
 Debtor. :
 :
 No Tax I.D. :
 -----X

In re :
 : Chapter 11
 :
 PARAGON OFFSHORE :
 INTERNATIONAL LTD. : Case No. 16-10396 (CSS)
 :
 Debtor. :
 :
 Tax I.D. No. 98-0136103 :
 -----X

-----X
In re : Chapter 11
PARAGON OFFSHORE (NORTH :
SEA) LTD. : Case No. 16-10397 (CSS)
Debtor. :
No Tax I.D. :
-----X

In re : Chapter 11
PARAGON (MIDDLE EAST) :
LIMITED : Case No. 16-10399 (CSS)
Debtor. :
Tax I.D. No. 98-0630667 :
-----X

In re : Chapter 11
PARAGON HOLDING NCS 2 S.À R.L. :
Debtor. : Case No. 16-10401 (CSS)
Tax I.D. No. 98-1125447 :
-----X

In re : Chapter 11
PARAGON LEONARD JONES LLC :
Debtor. : Case No. 16-10402 (CSS)
Tax I.D. No. 26-2718826 :
-----X

-----X
In re : **Chapter 11**
:
PARAGON OFFSHORE : **Case No. 16-10404 (CSS)**
(NEDERLAND) B.V. :
:
Debtor. :
:
No Tax I.D. :
-----X

-----X
In re : **Chapter 11**
:
PARAGON OFFSHORE : **Case No. 16-10405 (CSS)**
CONTRACTING GMBH :
:
Debtor. :
:
Tax I.D. No. 98-0172832 : **Re: Docket No. 2**
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**ORDER DIRECTING JOINT ADMINISTRATION OF
CHAPTER 11 CASES PURSUANT TO BANKRUPTCY RULE 1015(b)**

Upon the motion, dated February 14, 2016 (the “**Motion**”),¹ of Paragon Offshore plc and its affiliated debtors, as debtors and debtors in possession (collectively, the “**Debtors**”), for an order directing joint administration of their chapter 11 cases pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015–1, as more fully set forth in the Motion; and upon consideration of the Lefkovits Declaration; and upon consideration of the Mesterharm Declaration; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the Amended Standing Order of Reference from the United States District Court for the District of Delaware dated February 29, 2012; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being

¹ All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the parties listed therein, and it appearing that no other or further notice need be provided; and the Court having reviewed the Motion; and the Court having held a hearing on the Motion on February 17, 2016; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors and their respective estates and creditors; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 16-10386 (CSS).
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the above-captioned cases.

4. The caption of the jointly administered cases should read as follows:

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

	X		
	:		
In re	:		Chapter 11
	:		
PARAGON OFFSHORE PLC, et al.,	:		Case No. 16-10386 (CSS)
	:		
Debtors.¹	:		Jointly Administered
	:		
	X		

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: Paragon Offshore plc (6017); Paragon Offshore Finance Company (6632); Paragon International Finance Company (8126); Paragon Offshore Holdings US Inc. (1960); Paragon Offshore Drilling LLC (4541); Paragon FDR Holdings Ltd. (4731); Paragon Duchess Ltd.; Paragon Offshore (Luxembourg) S.à r.l. (5897); PGN Offshore Drilling (Malaysia) Sdn. Bhd. (9238); Paragon Offshore (Labuan) Pte. Ltd. (3505); Paragon Holding SCS 2 Ltd. (4108); Paragon Asset Company Ltd. (2832); Paragon Holding SCS 1 Ltd. (4004); Paragon Offshore Leasing (Luxembourg) S.à r.l. (5936); Paragon Drilling Services 7 LLC (7882); Paragon Offshore Leasing (Switzerland) GmbH (0669); Paragon Offshore do Brasil Ltda.; Paragon Asset (ME) Ltd. (8362); Paragon Asset (UK) Ltd.; Paragon Offshore International Ltd. (6103); Paragon Offshore (North Sea) Ltd.; Paragon (Middle East) Limited (0667); Paragon Holding NCS 2 S.à r.l. (5447); Paragon Leonard Jones LLC (8826); Paragon Offshore (Nederland) B.V.; and Paragon Offshore Contracting GmbH (2832). The Debtors’ mailing address is 3151 Briarpark Drive, Suite 700, Houston, Texas 77042.

5. A docket entry shall be made in each of the above-captioned cases (except the chapter 11 case of Paragon Offshore plc) substantially as follows:

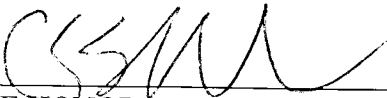
An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases of Paragon Offshore plc; Paragon Offshore Finance Company; Paragon International Finance Company; Paragon Offshore Holdings US Inc.; Paragon Offshore Drilling LLC; Paragon FDR Holdings Ltd.; Paragon Duchess Ltd.; Paragon Offshore (Luxembourg) S.à r.l.; PGN Offshore Drilling (Malaysia) Sdn. Bhd.; Paragon Offshore (Labuan) Pte. Ltd.; Paragon Holding SCS 2 Ltd.; Paragon Asset Company Ltd.; Paragon Holding SCS 1 Ltd.; Paragon Offshore Leasing (Luxembourg) S.à r.l.; Paragon Drilling Services 7 LLC; Paragon Offshore Leasing (Switzerland) GmbH; Paragon Offshore do Brasil Ltda.; Paragon Asset (ME) Ltd.; Paragon Asset (UK) Ltd.; Paragon Offshore International Ltd.; Paragon Offshore (North Sea) Ltd.; Paragon (Middle East) Limited; Paragon Holding NCS 2 S.à r.l.; Paragon Leonard Jones LLC; Paragon Offshore (Nederland) B.V.; and Paragon Offshore

Contracting GmbH. The docket in Case No. 16-10386 (CSS) should be consulted for all matters affecting this case.

6. The Debtors are authorized to take all steps necessary or appropriate to carry out this Order.

7. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation or enforcement of this Order.

Dated: February 17, 2016
Wilmington, Delaware



THE HONORABLE CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE