

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
VICTORIA DIVISION**

In re:)	
)	Chapter 11
LINN ENERGY, LLC., <i>et al.</i> , ¹)	Case No. 16-60040 (DRJ)
)	
Debtors.)	(Joint Administration Requested)
)	

DEBTORS’ AGENDA OF MATTERS SET FOR MAY 13, 2016

TO THE HONORABLE U.S. BANKRUPTCY JUDGE DAVID R. JONES:

COMES NOW the above-referenced debtors and debtors in possession (collectively, the “Debtors”), and file their Agenda of Matters Set for May 13, 2016, at 11:30 a.m. (CT):

1. **Debtors’ Emergency Motion for an Order Authorizing Joint Administration (“Joint Administration Motion”) [Dckt. No. 5].**

Status: Going forward.

2. **Notice of Designation as Complex Chapter 11 Bankruptcy Case (“Complex Case Designation”) [Dckt. No. 6].**

Status: Going forward.

3. **Debtors’ Application for Appointment of Prime Clerk LLC as Claims, Noticing, and Solicitation Agent (“Claims Agent Application”) [Dckt. No. 7].**

Status: Going forward.

4. **Debtors’ Emergency Motion for Entry of an Order (A) Extending the Time to File Schedules and Statements, (B) Authorizing Consolidated Creditors Lists, (C) Authorizing Redaction of Certain Personal Identification Information, (D) Waiving the Requirement to File Equity Lists and Modifying Equity Holder Notice**

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s federal tax identification number are as follows: Linn Energy, LLC (7591); Berry Petroleum Company, LLC (9387); LinnCo, LLC (6623); Linn Acquisition Company, LLC (4791); Linn Energy Finance Corp. (5453); Linn Energy Holdings, LLC (6517); Linn Exploration & Production Michigan LLC (0738); Linn Exploration Midcontinent, LLC (3143); Linn Midstream, LLC (9707); Linn Midwest Energy LLC (1712); Linn Operating, Inc. (3530); Mid-Continent I, LLC (1812); Mid-Continent II, LLC (1869); Mid-Continent Holdings I, LLC (1686); Mid-Continent Holdings II, LLC (7129). The Debtors’ principal offices are located at JPMorgan Chase Tower, 600 Travis, Suite 5100, Houston, Texas 77002.

Requirements, and (E) Approving the Form and Manner of Notifying Creditors of the Commencement of the Chapter 11 Cases and Other Information (“Schedules and Noticing Motion”) [Dckt. No. 8].

Status: Going forward.

5. Debtors’ Emergency Motion for Entry of an Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses, (B) Continue Ordinary Course Incentive Programs for Non-Insiders, and (C) Continue Employee Benefits Programs and (II) Granting Related Relief (“Wages Motion”) [Dckt. No. 9].

Status: Going forward.

6. Debtors’ Emergency Motion for Entry of Interim and Final Orders (A) Authorizing Payment of Mineral Payments and Working Interest Disbursements and (B) Granting Related Relief (“Royalty Payments Motion”) [Dckt. No. 10].

Status: Going forward.

7. Debtors’ Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of (A) Operating Expenses, (B) Joint Interest Billings, (C) Marketing Expenses, (D) Shipping and Warehousing Claims, and (E) 503(B)(9) Claims, and (II) Granting Related Relief (“Lien Claimants Motion”) [Dckt. No. 11].

Status: Going forward.

8. Debtors’ Emergency Motion for Entry of Interim and Final Orders (A) Authorizing Debtor LinnCo, LLC to Continue Its Exchange Offer Postpetition and (B) Granting Related Relief (“LinnCo Exchange Offer Motion”) [Dckt. No. 12].

Status: Going forward.

9. Debtors’ Emergency Motion for Entry of an Order (A) Authorizing the Payment of Certain Prepetition Taxes and Fees and (B) Granting Related Relief (“Taxes Motion”) [Dckt. No. 13].

Status: Going forward.

10. Debtors’ Emergency Motion for Entry of a Final Order (A) Approving the Debtors’ Proposed Adequate Assurance of Payment for Future Utility Services, (B) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Services, (C) Approving the Debtors’ Proposed Procedures for Resolving Additional Adequate Assurance Requests, and (D) Granting Related Relief (“Utilities Motion”) [Dckt. No. 14].

Status: Going forward.

11. Debtors' Emergency Motion for Entry of Interim and Final Orders Authorizing the Debtors to (A) Continue Performing Under Prepetition Hedging and Trading Arrangements, (B) Honor Obligations Thereunder, and (C) Enter Into and Perform Under Trading Continuation Agreements and New Postpetition Hedging Arrangements ("Hedging Motion") [Dckt. No. 15].

Status: Going forward.

12. Debtors' Emergency Motion for Interim and Final Orders (A) Authorizing Postpetition Use of Cash Collateral, (B) Granting Adequate Protection to Prepetition Lenders, and (C) Granting Related Relief ("Cash Collateral Motion") [Dckt. No. 18].

Status: Going forward.

13. Debtors' Emergency Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System and Maintain Existing Bank Accounts and (B) Continue to Perform Intercompany Transactions, and (II) Granting Related Relief ("Cash Management Motion") [Dckt. No. 16].

Status: Going forward.

Victoria, Texas
Dated: May 12, 2016

/s/ Patricia B. Tomasco

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Certificate of Service

I certify that on May 12, 2016, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Patricia B. Tomasco _____

Patricia B. Tomasco