

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE
SOUTHERN DIVISION**

In re	§	
	§	Case No. 08-10249
PROPEX INC.,	§	
PROPEX HOLDINGS INC.,	§	Case No. 08-10250
PROPEX CONCRETE SYSTEMS	§	
CORPORATION,	§	Case No. 08-10252
PROPEX FABRICS INTERNATIONAL	§	
HOLDINGS I INC.,	§	Case No. 08-10253
PROPEX FABRICS INTERNATIONAL	§	
HOLDINGS II INC.,	§	Case No. 08-10254
	§	
Debtors.	§	
	§	Chapter 11
	§	
	§	JOINTLY ADMINISTERED
	§	UNDER CASE NO. 08-10249

**MOTION TO APPROVE AND ENTER STIPULATION BETWEEN AND AMONG THE
DEBTORS, THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS AND BNP
PARIBAS, AS ADMINISTRATIVE AGENT, UNDER THE DIP FACILITY AND AGREED
ORDER REGARDING FILING PLEADINGS AND DOCUMENTS UNDER SEAL**

The Official Committee of Unsecured Creditors (the “Committee”), by and through counsel, hereby moves the Court for the approval and entry of the Stipulation Between and Among the Debtors, the Official Committee of Unsecured Creditors and BNP Paribas, as Administrative Agent, Under the DIP Facility and Agreed Order Regarding Filing Pleadings and Documents Under Seal that is filed herewith.

Date: August 13, 2008

Respectfully submitted:

/s/ James R. Savin
Ira S. Dizengoff (ID-9980) (admitted *pro hac vice*)
James R. Savin (JS-9220) (admitted *pro hac vice*)
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/s/ Richard B. Gossett

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Attorneys for the Official Committee of

Unsecured Creditors of Propex Inc., et al

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	§	
Debtors.	§	
	§	Chapter 11
	§	
	§	JOINTLY ADMINISTERED
	§	UNDER CASE NO. 08-10249

STIPULATION BETWEEN AND AMONG THE DEBTORS, THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS AND BNP PARIBAS, AS ADMINISTRATIVE AGENT, UNDER THE DIP FACILITY AND AGREED ORDER REGARDING FILING PLEADINGS AND DOCUMENTS UNDER SEAL

Propex Inc. (“Propex”) and its affiliated debtors and debtors in possession (collectively with Propex, the “Debtors”), the Official Committee of Unsecured Creditors (the “Committee), and BNP Paribas, as administrative agent, under the DIP Facility (defined below), by and through their respective counsel, hereby stipulate and agree as follows:

RECITALS

On January 18, 2008 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Eastern District of Tennessee, Southern Division (the “Court”).

On or about January 23, 2008, the Debtors entered into that certain Superpriority Debtor-In-Possession Credit Agreement (the “DIP Facility”) with BNP Paribas (“BNP”), as administrative agent, and certain other financial institutions (collectively with BNP, the “DIP Lenders”).

On February 27, 2008, the Court approved and entered a stipulation between the Debtors and the Committee [Docket No. 221] regarding Confidential Information (as defined therein) that, among other things, provides that if either party seeks to file with the Court pleadings or documents that contain Confidential Information, that party must notify the other and seek an order from the Court providing that the Confidential Information shall be filed under seal and give the other party’s counsel notice of the filing of the motion. Additionally, the Administrative Procedures for Electronic Case Filing adopted by the Court, in Article III, Section J, impose a similar requirement for filing under seal.

On July 29, 2008, the Debtors filed a Motion for An Order Authorizing and Approving the Debtors’ Amendment to Security Agreement and Extension and Confirming Grant of Lien on the Stock of the Debtors’ Foreign Subsidiaries [Docket No. 502] (the “Security Agreement Motion”).

Counsel for the Committee has notified respective counsel for the Debtors and BNP that the Committee anticipates that it will file an objection to the Security Agreement Motion and that such objection may include pleadings and/or documents that contain Confidential Information.

STIPULATION

The Debtors, the Committee and BNP (on behalf of the DIP Lenders) may file under seal with the clerk of the Court pleadings and documents in any proceeding relating to the Security Agreement Motion that may be deemed to contain Confidential Information; provided that a paper copy of this stipulation and order must be attached to all pleadings and documents under seal and delivered to the clerk's office. The party filing under seal must provide counsel for the other parties to this stipulation a copy of the pleadings and documents filed under seal by electronic mail on the date of filing. All documents and pleadings filed under seal shall remain under seal until further order of the Court, notwithstanding the closure or dismissal of these cases.

ORDER

Upon the motion of the Debtors, the Committee and BNP, and for good cause shown, it is ORDERED that the Debtors, the Committee and BNP may file pleadings and documents in any proceeding relating to the Security Agreement Motion under seal pursuant and subject to the terms of the stipulation.

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Agreed to and submitted by:

Date: August 13, 2008

/s/ Mark W. Wege

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Attorneys for the Debtors and the Debtors in
Possession

Agreed to and submitted by:
Date: August 13, 2008

/s/ James R. Savin
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Date: August 13, 2008

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