



ENTERED  
02/14/2011

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

In re: §  
ENCYCLE/TEXAS, INC. §  
Debtor(s) § Case No. 05-21304

**ORDER APPROVING MODIFICATION OF MASTER SERVICE AGREEMENT**

The Court having considered the foregoing Motion (the "Motion") of the Trustee to Modify the Master Service Agreement previously approved by this Court, and the evidence in support thereof, and it appearing that Specialized Industrial Services, Inc. ("SIS") are disinterested persons. SIS is registered to do business in Texas under the name Specialized Recovery Services, Inc. This Court finds that SIS do not hold an interest adverse to the Debtor or to the Estate with respect to the matter on which they are to be employed; that their employment by the Trustee is in the best interest of this estate. The Court further finds that;

The Master Services Agreement (with attached exhibits) [the "MSC"] attached to the Motion filed as Document 318 in this Case was previously approved by this Court. The Court Order approving this MSC and approving Energy Renewal Partners, LLC ("ERP") as the Contractor thereunder was entered November 29, 2010 as Document 326 in this Case. The Court finds that the Trustee's concerns over the form of the bonds and exclusions contained in the bonds offered by ERP to the Trustee in efforts to comply with the condition imposed in MSC are well taken. The Court approves as an acceptable solution to these concerns the modification to the MSC as set forth in the Motion. The Court finds that the substitution and modification are well taken and therefore GRANTS the Trustee's Motion.

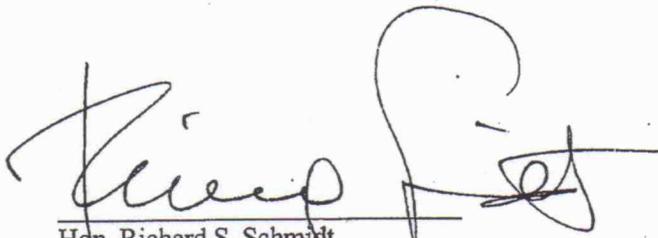
IT IS THEREFORE ORDERED, AUTHORIZED AND DIRECTED that the MSC is MODIFIED by deleting ERP as the Contractor in the MSC and substituting in its place Specialized Industrial Services, Inc. ("SIS") of 14150 Vine Place, Cerritos, CA 90703. The Performance Bond and Payment Bonds in the forms attached to the Trustee's Motion as Exhibit 1 shall be executed and the originals delivered to the Trustee within five (5) days of this Order. SIS's performance as Contractor under the MSC shall be guaranteed by its parent corporation, Ecology Auto Parts, Inc. in the form of Guaranty attached as Exhibit 2 to the Trustee's Motion and the executed original of it shall be delivered to the Trustee within five (5) days of this Order. SIS shall take out and maintain the insurance in the minimum amounts as set forth in the MSC and deliver certificates of insurance

as required in the MSC within five (5) days of this Order. All of the remaining terms of the MSC shall remain unchanged by this approved substitution and modification. The Court's approval of the MSC, with all its exhibits, as modified hereby, shall be binding on ERP; SIS; Ecology Auto Parts, Inc; the Trustee; the Debtor, this Estate, its creditors; and parties in interest.

IT IS FURTHER ORDERED this approval and authorization is conditioned upon delivery by SIS to the Trustee of the original Performance and Payment Bonds; original of the Guaranty of Ecology Auto Parts, Inc; and the certificates of insurance within the deadlines provided above, and failure to do so, shall result in vacating of this Order and upon vacating of this Order the MSC shall thereafter be null and void.

Signed:

2-14-11



Hon. Richard S. Schmidt  
United States Bankruptcy Judge