

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

In re:)	Chapter 11
HINES HORTICULTURE, INC., et al., ¹)	Case No. 08-11922 (KJC)
Debtors.)	Jointly Administered
)	Re: Docket No. 9

**ORDER AUTHORIZING DEBTORS TO (A) PAY PREPETITION
PREMIUMS NECESSARY TO MAINTAIN INSURANCE COVERAGE IN
CURRENT EFFECT AND (B) ENTER INTO NEW INSURANCE POLICIES**

Upon the motion (the "Motion")² of the above-captioned debtors (collectively, the "Debtors") for the entry of an order (the "Order") authorizing the Debtors to (a) pay prepetition premiums necessary to maintain insurance coverage in current effect and (b) enter into any new insurance policies whether through the renewal of the current insurance policies or purchase of new policies and the First Day Declaration; it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); venue being proper before this court pursuant to 28 U.S.C. §§ 1408 and 1409; notice of the Motion having been adequate and appropriate under the

¹ The Debtors in these Chapter 11 Cases and the last four digits of each Debtor's federal tax identification numbers are: Hines Horticulture, Inc. (3204) and Hines Nurseries, Inc. (1319). The location of the Debtors' corporate headquarters and the service address for both Debtors is: 12621 Jeffrey Road, Irvine, California 92620.

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

circumstances; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED

1. The Motion is granted as provided herein.

2. The Debtors are authorized, but not directed, in their sole discretion, to continue in place, and honor the terms of, the Debtors' Policies.

3. The Debtors are authorized, but not directed, to continue their Policies uninterrupted and, in their sole discretion, to pay any prepetition or postpetition premiums related to their Policies to the extent that the Debtors determine in their discretion that such payment is necessary or appropriate.

4. The Debtors are authorized, but not directed, to enter into any new insurance policies, whether through renewal of the Policies or purchase of new policies.

5. Nothing in the Motion or this Order, nor as a result of the Debtors' payment of any prepetition amounts pursuant to this Order, shall be deemed or construed as an admission as to the validity or priority of any claim against the Debtors or an approval or assumption of any agreement, contract or lease pursuant to section 365 of the Bankruptcy Code.

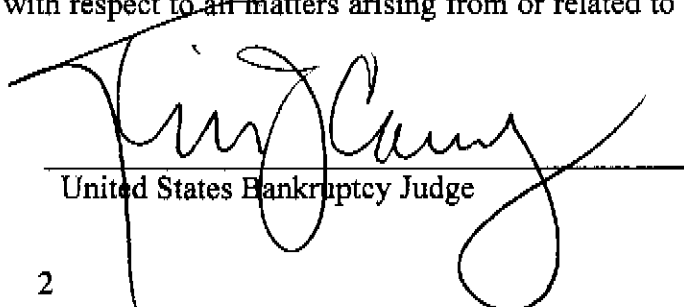
6. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

8. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

9. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Date: *Aug 22, 2006*
Wilmington, Delaware


United States Bankruptcy Judge