Exhibit 2



Frank J. Otte// United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF INDIANA INDIANAPOLIS DIVISION

IN RE:)	
)	
HUGHEY, INC.,)	Case No. 07-02160-FJO-7
)	
Debtor.)	

ORDER ON TRUSTEE'S MOTION TO APPROVE SETTLEMENT AGREEMENT WITH CLASS ACTION PLAINTIFFS

This matter comes before the Court, after proper notice, upon the *Motion to Approve*Settlement Agreement with Class Action Plaintiffs (the "Motion") filed herein by Deborah J.

Caruso, the duly appointed Chapter 7 Trustee (the "Trustee"), wherein the Trustee seeks approval of a settlement agreement between the Trustee and the plaintiffs (the "Class Action Plaintiffs") in a class action proceeding pending against the Debtor and other defendants in the United States District Court for the Southern District of Indiana entitled In re: Ready-Mix

Concrete Antitrust Litigation, Master Docket No. 1:05-CV-00979-SEB-JMS, and the Court, having reviewed and considered the Motion together with all exhibits filed herein, and finding

that no objection to the Motion has been filed, and for good cause shown, hereby enters the following Order:

- 1. Capitalized terms used in this Order but not otherwise defined herein, shall have the meanings given to them in the Motion.
 - 2. The Motion was properly noticed to all creditors and parties-in-interest.
 - 3. The Motion is hereby granted in its entirety.
- 4. The settlement agreement described in the Motion is hereby approved, and the Trustee is authorized, but not required, to execute and enter into the *Settlement Agreement with Hughey, Inc. d/b/a Carmel Concrete Products and Scott D. Hughey* (the "Settlement Agreement") attached as Exhibit "A" to the Motion, subject to the condition that after payment of the Settlement Amount to the Class Action Plaintiffs and payment of all administrative and priority claims in this bankruptcy case, there will be sufficient estate funds for a distribution to all other creditors holding allowed, unsecured, nonpriority claims resulting in a dividend of at least 15%.

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