

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670  
Chapter 11

**ORDER ESTABLISHING THE DEADLINE FOR FILING  
ADMINISTRATIVE CLAIMS AND APPROVING THE  
FORM AND MANNER OF NOTICE THEREOF**

This matter having come before the Court on the Trustee's Motion, Pursuant to 11 U.S.C. §§ 105(a) and 503, for an Order Establishing the Deadline for Filing Administrative Claims and Approving the Form and Manner of Notice Thereof (the "Motion"), and adequate notice of the Motion and opportunity for hearing having been given, and after a hearing held before this Court, if needed, and after due deliberation and sufficient cause therefor, it is hereby **ORDERED**, **ADJUDGED**, and **DECREED** as follows:<sup>1</sup>

1. The Motion is granted.
2. Each person or entity, including, without limitation, each individual, partnership, joint venture, corporation, limited liability company, estate, trust or governmental unit, that holds or asserts an administrative claim, as set forth in 11 U.S.C. § 503(b), against the Debtor's estate, shall file an application for payment of such administrative claim (the "Administrative Claim Application") by the deadline set forth below (the "Administrative Claims Bar Date"); provided, however, that any proof of claim previously submitted by the Province of Quebec, Canada in the concurrent proceeding commenced by MMA Canada under Canada's Companies' Creditors Arrangement Act (the "Canadian Case") shall be sufficient for

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<sup>1</sup> Capitalized terms not otherwise defined herein have the meaning ascribed to them in the Motion.

the purpose of asserting an administrative claim in this case, and, provided further, that the following types of claims shall be exempted from the Administrative Claims Bar Date: (a) claims of professionals retained in the case for professional fees and expenses, including the Trustee appointed in the above-captioned case (the “Trustee”); (b) claims arising under 11 U.S.C. § 1171; (c) Derailment Claims to the extent that the holders of such claims have submitted a special claims form for Derailment Claims (the “CCAA Derailment Claim Form”) as directed in the Canadian Case and have indicated on such form that the Derailment Claim is being asserted against the Debtor as well as MMA Canada; and (d) claims arising after the Administrative Claims Bar Date.

3. No later than five (5) business days after the entry of this Order, the Trustee shall provide notice of the Administrative Claims Bar Date by mailing a copy of the Bar Date Notice (as defined in the Motion), attached as Exhibit A to the Motion, by first-class United States mail (or electronic mail), to all known persons and entities holding potential administrative claims against the Debtor. The Bar Date Notice shall be deemed good, adequate, and sufficient notice of the relief granted by this Order to all known creditors of the Debtor if it is served by being deposited in first-class United States mail (or electronic mail) no later than five (5) business days after the entry of this Order to all parties listed in paragraph 17 of the Motion.

4. Except as otherwise provided herein, any person or entity asserting an administrative claim against the Debtor shall file an Administrative Claim Application so that it is received, as provided in paragraph 5 below, on or before 5:00 p.m. (prevailing Eastern Standard Time) on December 1, 2014.

5. Administrative Claim Applications must be filed via CM/ECF or sent by first-class United States mail to:

Alec Leddy, Clerk  
United States Bankruptcy Court for the District of Maine  
202 Harlow Street  
Bangor, Maine 04401

Administrative Claim Applications filed via CM/ECF or mailed or delivered to the parties above will be deemed timely filed only if actually received by the United States Bankruptcy Court for the District of Maine on or before the Administrative Claims Bar Date listed in paragraph 4 above.

6. The following persons and entities need NOT file an Administrative Claim Application:

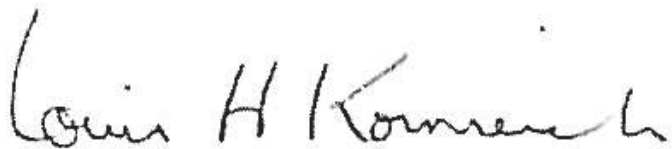
- a) Holders of claims that are not of the kind specified in 11 U.S.C. § 503(b);
- b) Holders of claims arising only under 11 U.S.C. § 1171;
- c) Holders of Derailment Claims that have submitted a CCAA Derailment Claim Form as directed in the Canadian Case and have indicated on that Form that the Derailment Claim is being asserted against the Debtor as well as MMA Canada;
- d) The Province of Quebec, Canada;
- e) Any person or entity that has already properly filed an Administrative Claim Application with the Bankruptcy Court; and
- f) Professionals retained by the Trustee or the Committee pursuant to orders of this Court who assert administrative claims for fees and expenses subject to this Court's approval pursuant to 11 U.S.C. §§ 330, 331 and 503(b).

7. Any person or entity that is required to file a timely Administrative Claim Application and who fails to do so on or before the Administrative Claims Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtor (or filing a

proof of claim or application for payment of administrative claim with respect thereto). **In accordance with 11 U.S.C. § 503(a), requests for payment of an administrative claim must be made by separate request for payment and will not be deemed proper if made by a proof of claim.**

8. Nothing in this Order shall prejudice the right of the Trustee or any other party in interest herein to dispute, or to assert offsets or defenses to, any Administrative Claim Application as to amount, liability, characterization, or otherwise.

Dated: October 22, 2014

A handwritten signature in black ink that reads "Louis H. Kornreich". The signature is written in a cursive style with a horizontal line underneath the name.

The Honorable Louis H. Kornreich  
United States Bankruptcy Judge

District/Off: 0100-1  
Case: 13-10670

User: kford  
Form ID: pdf900

Date Created: 10/22/2014  
Total: 128

**Recipients submitted to the BNC (Bankruptcy Noticing Center) without an address:**

intp Wrongful Death, Personal Injury, Business, Property and Environmental Clients as of 9/1/13  
aty  
aty Paul Hastings

TOTAL: 3

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| cr   | Maine Department of Transportation     | c/o Victoria Morales                      | 16 State House Station           | Augusta, ME 04333                          |
| cr   | Eastern Maine Railway Company          | c/o Alan Lepene                           | 3900 Key Center                  | 127 Public Square Cleveland, OH 44114-1291 |
| cr   | Maine Northern Railway Company         | c/o Alan Lepene                           | 3900 Key Center                  | 127 Public Square Cleveland, OH 44114-1291 |
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| cr   | Estates of Stephanie Bolduc            | c/o Meyers & Flowers, LLC                 | 3 North Second Street, Suite 300 | St. Charles, IL 60174                      |
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| intp | J.D. Irving, Limited                   | c/o Pierce Atwood LLP                     | 254 Commercial Street            | Portland, ME 04101                         |
| intp | Irving Pulp & Paper, Limited           | c/o Pierce Atwood LLP                     | Attn: Keith J. Cunningham        | 254 Commercial Street Portland, ME 04101   |
| intp | Irving Paper Limited                   | c/o Pierce Atwood LLP                     | Attn: Keith J. Cunningham        | 254 Commercial Street Portland, ME 04101   |
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| cr   | Real Custeau Claimants et al           | c/o Mitchell A. Toups, Esq.               | PO Box 350                       | Beaumont, TX 77704                         |
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TOTAL: 61