

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

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In re :
: MONTREAL MAINE & ATLANTIC, : Bk. No. 13-10670
: LTD., : Chapter 11
: Debtor. :
: :
: :
----- X

**ORDER GRANTING FIRST INTERIM APPLICATION OF PAUL HASTINGS LLP, AS
COUNSEL TO THE OFFICIAL COMMITTEE OF VICTIMS, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM DECEMBER 10, 2013 THROUGH OCTOBER 31, 2015**

This matter having come before the Court on the *First Interim Application of Paul Hastings LLP, as Counsel to the Official Committee of Victims, for Allowance of Compensation and Reimbursement of Expenses for the Period from December 10, 2013 through October 31, 2015* (the "Application"), and after proper notice to all creditors and other parties in interest, the Court having independently reviewed the Application, it is hereby **ORDERED**, **ADJUDGED**, and **DECREED** as follows:

1. The Application is granted and approved.
2. In relation to the Compensation Period and pursuant to 11 U.S.C. § 331, Paul Hastings is allowed compensation and an administrative claim for services to the Committee in the aggregate amount of \$720,209.12, including professional fees in the amount of \$672,113.25 and reimbursement of expenses in the amount of \$48,095.87.¹
3. Payment to Paul Hastings of the sum of \$720,209.12 is hereby authorized and directed.

¹ Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Application.

4. The fees and expenses for the Compensation Period are hereby awarded in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's Local Rules.

Dated: January 11, 2015

/s/ Peter G. Cary
THE HONORABLE PETER G. CARY
CHIEF JUDGE, UNITED STATES
BANKRUPTCY COURT

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 United States Bankruptcy Court
 District of Maine

In re:
 Montreal Maine & Atlantic Railway Ltd.
 Debtor

Case No. 13-10670-PGC
 Chapter 11

CERTIFICATE OF NOTICE

District/off: 0100-1

User: kford
 Form ID: pdf901

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Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jan 13, 2016.

db #+Montreal Maine & Atlantic Railway Ltd., 15 Iron Road, Hermon, ME 04401-1179
 aty +Alan S. Gilbert, Dentons US LLP, 233 South Wacker Drive, Suite 7800,
 Chicago, IL 60606-6459
 aty #+Allison M. Brown, Weil, Gotshal & Manges LLP, 301 Carnegie Center, Suite 303,
 Princeton, NJ 08540-6589
 aty +Arvin Maskin, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153-0119
 aty Bernstein, Shur, Sawyer & Nelson, 100 Middle Street 6th Floor, PO Box 9729,
 Portland, ME 04104-5029
 aty +Bill Kroger, Baker Botts, 910 Louisiana Street, Houston, TX 77002-4995
 aty +Blaire Cahn, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, NY 10153-0119
 aty +Christopher Fong, Esq., Paul Hastings LLP, 75 East 55th St., New York, NY 10022-3404
 aty +Christopher J. Panos, Partridge Snow & Hahn, 30 Federal Street, Boston, MA 02110-2508
 aty +Craig D. Brown, Meyers & Flowers, LLC, 3 North Second Street, Suite 300,
 St. Charles, IL 60174-1870
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 aty +James K. Robertson, Jr., Esq., Carmody Torrance Sandak & Hennessey, 50 Leavenworth Street,
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 aty +Maureen Daneby Cox, Esq., Carmody Torrance Sandak & Hennessey, 50 Leavenworth Street,
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 Washington, DC 20036-5405
 aty +Michael Siedband, Bernstein, Shur, Sawyer & Nelson, PA, 100 Middle Street, P.O. Box 9729,
 Portland, ME 04104-5029
 aty +Omar J. Alaniz, Baker Botts, 2001 Ross Avenue, Dallas, TX 75201-2980
 aty +Paul Hastings LLP, 75 East 55th St., New York, NY 10022-3404
 aty +Randy L. Fairless, Johanson & Fairless, LLC, 1456 First Colony Blvd.,
 Sugar Land, TX 77479-4084
 aty +Robert Jackstadt, Tueth, Keeney, Cooper, Mohan & Jackstadt, 101 West Vandalia, Suite 210,
 Edwardsville, IL 62025-1949
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 aty +Shaw Fishman Glantz & Towbin LLC, 321 N. Clark Street, Suite 800, Chicago, IL 60654-4766
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 aty +Virginia Strasser, Surface Transportation Board, 395 E Street, S.W.,
 Washington, DC 20423-0012
 aty William K. McKinley, Esq., Troubh Heisler, 511 Congress Street, PO Box 9711,
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 aty +William R. Moorman, Partridge Snow & Hahn LLP, 30 Federal Street, Boston, MA 02110-2508

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at y +Wystan M. Ackerman, Robinson & Cole LLP, 280 Trumbull Street, Hartford, CT 06103-3597
tr +Robert J. Keach, Bernstein Shur Sawyer & Nelson, 100 Middle Street, P.O. Box 9729,
Portland, ME 04104-5029
cr +Clean Harbors, 42 Lonwater Dr., Norwell, MA 02061-1612
cr Daniel Aube, 308 St-Lambert Street, Sherbrooke, QU J1C0N9, CANADA
fa +Development Specialists, Inc., Fred Caruso, Suite 2300, 70 West Madison Street,
Chicago, IL 60602-4250
cr +Eastern Maine Railway Company, c/o Alan Lepene, 3900 Key Center, 127 Public Square,
Cleveland, OH 44114-1217
cr +Estates of Marie Alliance, et al, c/o Murtha Cullina LLP, 99 High Street,
Boston, ME 02110-2320
cr +Estates of Stephanie Bolduc, c/o Meyers & Flowers, LLC, 3 North Second Street, Suite 300,
St. Charles, IL 60174-1870
cr +Fred's Plumbing & Heating, Inc., 328 Main Street, Derby, VT 05829-9743
cr Frederick J. Williams, 74 Bellevue Street, Compton, QU JOB 1L0, CANADA
cr +GNP Maine Holdings, LLC, 50 Main Street, East Millinocket, ME 04430-1158
cr +General Electric Railcar Services Corporation, c/o Pierce Atwood LLP,
Attn: Keith J. Cunningham, 254 Commercial Street, Portland, ME 04101-1110
int p +Irving Paper Limited, c/o Pierce Atwood LLP, Attn: Keith J. Cunningham,
254 Commercial Street, Portland, ME 04101-1110
int p +Irving Pulp & Paper, Limited, c/o Pierce Atwood LLP, Attn: Keith J. Cunningham,
254 Commercial Street, Portland, ME 04101-1110
int p +J.D. Irving, Limited, c/o Pierce Atwood LLP, 254 Commercial Street,
Portland, ME 04101-4664
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sp +Kugler Kandestin LLP, c/o Gerald F. Kandestin, 1 Place Ville-Marie, Suite 2101,
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cr +Lexington Insurance Company, c/o Marcus A. Helt, Esq., Gardere Wynne Sewell LLP,
1601 Elm St Ste 3000, Dallas, TX 75201-4761
cr +Maine Department of Transportation, c/o Victoria Morales, 16 State House Station,
Augusta, ME 04333-0016
cr +Maine Northern Railway Company, c/o Alan Lepene, 3900 Key Center, 127 Public Square,
Cleveland, OH 44114-1217
cr +New Brunswick Southern Railway Company, c/o Alan R. Lepene, 3900 Key Center,
127 Public Square, Cleveland, OH 44114-1217
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cr +Real Custeau Claimants et al, c/o Mitchell A. Touns, Esq., PO Box 350,
Beaumont, TX 77704-0350
cr +Robert D. Thomas, 49 Park Street, Dexter, ME 04930-1439
cr +Shell Oil Company, c/o Jessica Lewis, Molleur Law Office, 95 Main Street,
Auburn, ME 04210-5854
cr +Sierra Liquidity Fund, LLC, 19772 MacArthur Blvd. # 200, Irvine, CA 92612-2405
cr +Stephen C. Currie, 17 Dodlin Road, Enfield, ME 04493-4204
int p +Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0012
cr Trinity Industries Leasing, Inc., c/o One City Center, Portland, ME 04101
cr Trinity Industries, Inc., c/o One City Center, Portland, ME 04101
cr Trinity Rail Leasing 2012 LLC, c/o One City Center, Portland, ME 04101
cr Trinity Tank Car, Inc., c/o One City Center, Portland, ME 04101
cr Union Tank Car Company, c/o Regan M. Haines, PO Box 7320, Portland, ME 04112-7320
cr +United States of America, c/o Department of Justice, Civil Divisio, 1100 L Street, N.W.,
Room 10052, Washington, DC 20005-4035
int p +William R. Moorman, Jr., Partridge Snow & Hahn, LLP, 30 Federal Street,
Boston, MA 02110-2508

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
at y E-mail/Text: mhenderson@verrilldana.com Jan 11 2016 20:41:28 Verrill & Dana, LLP,
One Portland Square, P.O. Box 586, Portland, ME 04112-0586
at y E-mail/Text: mhenderson@verrilldana.com Jan 11 2016 20:41:28 Verrill Dana LLP,
One Portland Square, P.O. Box 586, Portland, ME 04112-0586
cr E-mail/Text: bankruptcy@bangor.com Jan 11 2016 20:41:33 Bangor Savings Bank, P.O.Box 930,
Bangor, ME 04402-0930
cr +E-mail/Text: ckimball@rudmanwinchell.com Jan 11 2016 20:41:43
Center Beam Flat Car Company, Inc., c/o Curtis Kimball, Esq., P.O. Box 1401,
Bangor, ME 04402-1401
cr +E-mail/Text: ckimball@rudmanwinchell.com Jan 11 2016 20:41:43 First Union Rail,
c/o Curtis Kimball, Esq., P.O. Box 1401, Bangor, ME 04402-1401

TOTAL: 5

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

cr DPTS Marketing, LLC
cr Dakota Petroleum Transport Solutions, LLC
cr Estate of Jefferson Troester
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Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
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Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 13, 2016

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on January 11, 2016 at the address(es) listed below:
NONE.

TOTAL: 0