

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670  
Chapter 11

**ORDER GRANTING FOURTH AND FINAL APPLICATION FOR COMPENSATION  
AND REIMBURSEMENT OF EXPENSES FOR KUGLER KANDESTIN, LLP, AS  
SPECIAL COUNSEL TO THE TRUSTEE, ROBERT J. KEACH, FOR THE PERIOD  
FROM NOVEMBER 1, 2015 THROUGH DECEMBER 22, 2015**

This matter having come before the Court on the *Fourth and Final Application for Compensation and Reimbursement of Expenses for Kugler Kandestin, LLP, Special Counsel to the Trustee, Robert J. Keach, for the Period from November 1, 2015 Through December 22, 2015* (the "Fee Application"),<sup>1</sup> and after proper notice to all creditors and other parties-in-interest, the Court having independently reviewed the Fee Application, it is hereby **ORDERED**, **ADJUDGED**, and **DECREED** as follows:

1. The Fee Application is granted.
2. In relation to the Compensation Period (and with respect to the Remaining Third Period Compensation, the Third Fee Period), pursuant to 11 U.S.C. § 331, Kugler Kandestin is allowed compensation for services to the Trustee in the aggregate amount of CAD 5,965.00 for professional fees rendered<sup>2</sup>.
3. The fees and expenses for the Compensation Period (and with respect to the Remaining Third Period Compensation, the Third Fee Period) are hereby awarded on a final

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

<sup>2</sup> This amount includes CAD 3,915.00 in Remaining Third Period Compensation.

basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules.

4. In addition, the CAD 441,011.25 in fees and expenses granted by this Court on an interim basis in the Interim Fee Orders, comprising, in the aggregate, (a) CAD 437,167.50 in fees and (b) CAD 3,843.75 in expenses, are also awarded on a final basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules.

5. For the avoidance of doubt, this Order approves, in the aggregate and on a final basis, in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules, CAD 446,976.25 in fees and expenses for Kugler Kandestin in its capacity as special counsel to the Trustee during the Debtor's chapter 11 case, comprising (a) CAD 443,132.50 in fees and (b) CAD \$3,843.75 in expenses.

Dated: March 28, 2016

/s/ Peter G. Cary  
**The Honorable Peter G. Cary**  
**Chief Judge, United States Bankruptcy Court**

**Certificate of Notice Page 3 of 5**  
 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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 Total Noticed: 95

Date Rcvd: Mar 28, 2016

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 30, 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,  
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 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  
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 Washington, DC 20423-0012  
 aty William K. McKinley, Esq., Troubh Heisler, 511 Congress Street, PO Box 9711,  
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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,  
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cr +Estates of Marie Alliance, et al, c/o Murtha Cullina LLP, 99 High Street,  
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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,  
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intp +Irving Pulp & Paper, Limited, c/o Pierce Atwood LLP, Attn: Keith J. Cunningham,  
254 Commercial Street, Portland, ME 04101-1110  
intp +J.D. Irving, Limited, c/o Pierce Atwood LLP, 254 Commercial Street,  
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sp Kugler Kandestin LLP, c/o Gerald F. Kandestin, 1 Place Ville-Marie, Suite 2101,  
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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,  
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cr +Real Custeau Claimants et al, c/o Mitchell A. Toups, Esq., PO Box 350,  
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cr +Robert D. Thomas, 49 Park Street, Dexter, ME 04930-1439  
ea +Robert J. Keach, Bernstein Shur Sawyer & Nelson, 100 Middle Street, P.O. Box 9729,  
Portland, ME 04104-5029  
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  
intp +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  
intp +William R. Moorman, Jr., Partridge Snow & Hahn, LLP, 30 Federal Street,  
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Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
aty E-mail/Text: mhenderson@verrilldana.com Mar 28 2016 20:25:25 Verrill & Dana, LLP,  
One Portland Square, P.O. Box 586, Portland, ME 04112-0586  
aty E-mail/Text: mhenderson@verrilldana.com Mar 28 2016 20:25:25 Verrill Dana LLP,  
One Portland Square, P.O. Box 586, Portland, ME 04112-0586  
acc +E-mail/Text: dbanks@bnncpa.com Mar 28 2016 20:25:28 Baker Newman & Noyes, LLC,  
c/o Gregory Sanborn, 280 Fore Street, Portland, ME 04101-4177  
cr E-mail/Text: bankruptcy@bangor.com Mar 28 2016 20:25:34 Bangor Savings Bank, P.O.Box 930,  
Bangor, ME 04402-0930  
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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 Mar 28 2016 20:25:48 First Union Rail,  
c/o Curtis Kimball, Esq., P.O. Box 1401, Bangor, ME 04402-1401

TOTAL: 6

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

cr DPTS Marketing, LLC  
cr Dakota Petroleum Transport Solutions, LLC  
cr Estate of Jefferson Troester  
intp Wrongful Death, Personal Injury, Business, Propert

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aty\* +Shaw Fishman Glantz & Towbin LLC, 321 N, Clark Street, Suite 800, Chicago, IL 60654-4766  
TOTALS: 4, \* 1, ## 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

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: Mar 30, 2016

Signature: /s/Joseph Speetjens

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### CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on March 28, 2016 at the address(es) listed below:  
NONE.

TOTAL: 0