

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670

Chapter 11

**SECOND ORDER RESOLVING IN PART CLAIMANT'S [SIC] MOTION FOR RELIEF FROM JUDGMENT AND RECONSIDERATION OF TRUSTEE'S THIRD OMNIBUS OBJECTION TO PROOFS OF CLAIM THAT WILL BE SATISFIED UNDER THE CCAA PLAN AND THAT WERE RELEASED UNDER THE PLAN, CERTAIN OF WHICH ADDITIONALLY (A) CONTAIN INSUFFICIENT DOCUMENTATION AND/OR (B) [WERE] LATE FILED**

This matter having come before the Court on the *Claimant's [Sic] Motion for Relief from Judgment and Reconsideration of Trustee's Third Omnibus Objection to Proofs of Claim That Will be Satisfied Under the CCAA Plan and that were Released Under the Plan, Certain of Which Additionally (A) Contain Insufficient Documentation and/or (B) [Were] Late Filed* [D.E. 2149] (the "Motion for Relief"), filed by the creditors listed on Schedule A to the Motion for Relief (collectively, the "Moving Creditors"), and the *Estate Representative's Objection to Claimant's [Sic] Motion for Relief from Judgment and Reconsideration of Trustee's Third Omnibus Objection to Proofs of Claim That Will be Satisfied Under the CCAA Plan and that were Released Under the Plan, Certain of Which Additionally (A) Contain Insufficient Documentation and/or (B) [Were] Late Filed* [D.E. 2164] (the "Objection")<sup>1</sup>; and after extended discussion and analysis by and between the Estate Representative, the Monitor in the CCAA Case of Montreal Maine & Atlantic Canada Co. (the "Monitor") and counsel to the Moving Creditors regarding resolution of the Motion for Relief and the Objection; and Court having entered an initial order resolving certain of the issues raised in the Motion for Relief

---

<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Objection.

[D.E. 2297] (the “Initial Resolving Order”); and the parties having submitted a second revised form of order on the Motion for Relief to the Court; and after such notice and opportunity for hearing as was required by the Bankruptcy Code, the Bankruptcy Rules, and this Court’s local rules, and after due deliberation and sufficient cause appearing therefore; it is hereby **ORDERED, ADJUDGED, and DECREED** that:

1. Nothing in this Order alters any provision of the Initial Resolving Order. Every “Continued Claim” included on Exhibit C to the Initial Resolving Order is reflected on Exhibit A or B to this Order.

2. The Motion for Relief and Objection are further resolved in part, as set forth below.

3. The Motion for Relief is granted with respect to the claims set forth on Exhibit A hereto (the “Permitted Late Claims”); *provided*, however, that the amounts of the Permitted Late Claims shall be amended on the Debtor’s claims register to correspond to the amounts included on Exhibit A, and the Moving Creditors holding such Permitted Late Claims are prohibited from seeking to assert additional amounts in connection with such claims.

4. The Motion for Relief shall be continued to **April 4, 2017 at 9:00 a.m. (ET)** with respect to the claims set forth on Exhibit B hereto (the “Continued Claims”). The Estate Representative reserves the right to prosecute the Objection with respect to the Continued Claims.

5. This Court shall retain jurisdiction to consider any matters arising from entry of this Order, including consideration of the Motion for Relief with respect to the Continued Claims.

Dated: March 8, 2017

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

**Exhibit A**  
**Permitted Late Claims (7)**

Claim No.	Claimant Name	Additional <sup>1</sup> Claim Amount <sup>2</sup>
436	Poirer, Melanie	\$21,167.00
534	Chouinard, Sonia	\$2,591.00
535	Favreau, Lea	\$56,849.00 <sup>3</sup>
550	Pierre Boulet on behalf of Poulet Frit Ideal	\$271,203.00
562	Valiquette, Philippe	\$2,591.00
572	Lisandra Arencibia Tamayo Gagne obo Gagne, Emerick, minor	\$3,627.00
573	Lisandra Arencibia Tamayo Gagne obo Gagne, Julianne Blain Minor	\$3,627.00

---

<sup>1</sup> This note applies to all claims on Exhibit A. Certain (but not all) of the Claimants on this Exhibit A have already received distributions under the Plan or the CCAA Plan, whether on the Claim reflected on this Exhibit or otherwise. The amounts in this column represent incremental recoveries to those individuals, if any.

<sup>2</sup> All amounts are in Canadian dollars.

<sup>3</sup> Under the Plan and the CCAA Plan, the claims of grandchildren of victims who lost their lives in the Derailment may be reclassified from Derailment Moral Damages and Personal Injury Claim under the Plan (or a Bodily Injury and Moral Damages Claim under the CCAA Plan) to Derailment Wrongful Death Claims under the Plan (or Wrongful Death Claims under the CCAA Plan). *See* Plan Sched. A, B; CCAA Plan § 4.2. The amount set forth above represents the amount of Ms. Favreau’s additional Derailment Moral Damages and Personal Injury Claim under the Plan (or Bodily Injury and Moral Damages Claim under the CCAA Plan), to the extent that her claim remains so classified. In the event that her claim, together with the claims of other grandchildren, are re-classified under the Plan and the CCAA Plan, her claim will be adjusted according to the Plan and the CCAA Plan.

**Exhibit B**  
**Continued Claims (4)**

<b>Claim No.</b>	<b>Claimant Name</b>	<b>Claim Amount (if applicable)</b>
524	Audet, Beland	N/A
547	Beland Audet on behalf of Logi-Bel	N/A
554	Roy, Rejean	N/A
574	Gagne, Lisandra Arencibia Tamayo	N/A

District/Off: 0100-1

User: kford

Date Created: 3/8/2017

Case: 13-10670

Form ID: pdf900

Total: 172

**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  
cr Estate of Jefferson Troester  
cr DPTS Marketing, LLC  
cr Dakota Petroleum Transport Solutions, LLC

TOTAL: 4

**Recipients of Notice of Electronic Filing:**

ust Office of U.S. Trustee ustpreion01.po.ecf@usdoj.gov  
aty Aaron P. Burns aburns@pearcedow.com  
aty Adam Paul, Esq. adam.paul@kirkland.com  
aty Adam J. Shub, Esq. ashub@preti.com  
aty Alan R. Lepene, Esq. Alan.Lepene@ThompsonHine.com  
aty Andrew Helman, Esq. ach@marcuslegg.com  
aty Anthony J. Manhart amanhart@preti.com  
aty Benjamin E. Marcus, Esq. bmarcus@dwmlaw.com  
aty Brian T. Henebry, Esq. bhenebry@carmodylaw.com  
aty Bruce B. Hochman, Esq. bhochman@eatonpeabody.com  
aty Craig Goldblatt craig.goldblatt@wilmerhale.com  
aty Curtis E. Kimball, Esq. ckimball@rudman-winchell.com  
aty D. Sam Anderson, Esq. sanderson@bernsteinshur.com  
aty Daniel C. Cohn, Esq. dcohn@murthalaw.com  
aty Daniel R. Felkel, Esq. dfelkel@troubhheisler.com  
aty Darcie P.L. Beaudin, Esq. dbeaudin@sta-law.com  
aty David C. Johnson bankruptcy@marcuslegg.com  
aty Debra A. Dandeneau jessica.diab@weil.com  
aty Edward MacColl, Esq. emaccoll@thomport.com  
aty Elizabeth J. Wyman, Esq. liz.wyman@maine.gov  
aty Elizabeth L. Slaby bslyby@clarkhill.com  
aty F. Bruce Sleeper, Esq. bankruptcy@jbgh.com  
aty Frank J. Guadagnino fgudagnino@clarkhillthorpreed.com  
aty Fred W. Bopp III., Esq. fbopp@perkinsthompson.com  
aty Frederick C. Moore, Esq. frederick.moore@libertymutual.com  
aty George J. Marcus, Esq. bankruptcy@marcuslegg.com  
aty George W. Kurr, Jr. gwkurr@grossminsky.com  
aty Isaiah A. Fishman ifishman@krasnowsaunders.com  
aty James F. Molleur, Esq. jim@molleurlaw.com  
aty Jason C. Webster, Esq. jwebster@thewebsterlawfirm.com  
aty Jay S. Geller jgeller@jaysgellerlaw.com  
aty Jeffrey D. Sternklar, Esq. jeffrey@sternklarlaw.com  
aty Jeffrey T. Piampiano, Esq. jpiampiano@dwmlaw.com  
aty Jennifer H. Pincus, Esq. Jennifer.H.Pincus@usdoj.gov  
aty Jeremy R. Fischer jfischer@dwmlaw.com  
aty John Eggum jeggum@fgppr.com  
aty John R McDonald, Esq. jmcdonald@briggs.com  
aty Jordan M. Kaplan, Esq. jkaplan@zwerdning.com  
aty Joshua R. Dow, Esq. jdow@pearcedow.com  
aty Julia G. Pitney, Esq. jpitney@dwmlaw.com  
aty Kameron W. Murphy, Esq. kmurphy@tuethkeeney.com  
aty Keith J. Cunningham, Esq. kcunningham@pierceatwood.com  
aty Kelley J. Friedman kfriedman@jandflaw.com  
aty Kevin J. Crosman, Esq. kevin.crosman@maine.gov  
aty Lindsay K. Zahradka lzahradka@bernsteinshur.com  
aty Marcus A. Helt mhelt@gardere.com  
aty Matthew E. Linder, Esq. mlinder@sidley.com  
aty Matthew Jordan Troy matthew.Troy@usdoj.gov  
aty Michael K. Martin, Esq. mmartin@pmhlegal.com  
aty Mitchell A. Touns matouns@wgttlaw.com  
aty Nathaniel R. Hull, Esq. nhull@verrilldana.com  
aty Patrick C. Maxcy, Esq. patrick.maxcy@dentons.com  
aty Paul Joseph Hemming phemming@briggs.com  
aty Peter J. Flowers pjf@meyers-flowers.com  
aty Renee D. Smith renee.smith@kirkland.com  
aty Richard Silver, Esq. rsilver@lanhamblackwell.com  
aty Richard P. Olson, Esq. rolson@perkinsolson.com  
aty Richard Paul Campbell rpcampbell@campbell-trial-lawyers.com  
aty Robert J. Keach, Esq. rkeach@bernsteinshur.com  
aty Roger A. Clement, Jr., Esq. rclement@verrilldana.com  
aty Roma N. Desai, Esq. rdesai@bernsteinshur.com

at y Ronald Stephen Louis Molteni, Esq. moltenir@stb.dot.gov  
 at y Seth S. Holbrook holbrook\_murphy@msn.com  
 at y Stephen G. Morrell, Esq. stephen.g.morrell@usdoj.gov  
 at y Steven E. Cope, Esq. scope@copelegal.com  
 at y Susan N.K. Gummow, Esq. sgummow@fgppr.com  
 at y Taruna Garg, Esq. tgarg@murthalaw.com  
 at y Timothy H. Norton, Esq. tnorton@krz.com  
 at y Timothy R. Thornton pvolk@briggs.com  
 at y Tracie J. Renfroe, Esq. trenfroe@kslaw.com  
 at y William C. Price wprice@clarkhill.com  
 at y William H. Welte, Esq. wwelte@weltelaw.com

TOTAL: 72

**Recipients submitted to the BNC (Bankruptcy Noticing Center):**

db Montreal Maine & Atlantic Railway Ltd. 700 Main Street, Suite 3 Bangor, ME 04401-5800  
 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  
 cr New Brunswick Southern Railway Company c/o Alan R. Lepene 3900 Key Center 127 Public  
 Square Cleveland, OH 44114-1291  
 cr Bangor Savings Bank P.O.Box 930 Bangor, ME 04402-0930  
 cr United States of America c/o Department of Justice, Civil Divisio 1100 L Street, N.W. Room  
 10052 Washington, DC 20005  
 ea Robert J. Keach Bernstein Shur Sawyer & Nelson 100 Middle Street P.O. Box 9729 Portland,  
 ME 04104  
 cr Estates of Marie Alliance, et al c/o Murtha Cullina LLP 99 High Street Boston, ME 02110  
 cr Estates of Stephanie Bolduc c/o Meyers & Flowers, LLC 3 North Second Street, Suite 300 St.  
 Charles, IL 60174  
 at y Bernstein, Shur, Sawyer & Nelson 100 Middle Street 6th Floor PO Box 9729 Portland, ME  
 04104-5029  
 intp Surface Transportation Board 395 E Street, S.W. Washington, DC 20423  
 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  
 cr GNP Maine Holdings, LLC 50 Main Street East Millinocket, ME 04430  
 cr First Union Rail c/o Curtis Kimball, Esq. P.O. Box 1401 Bangor, ME 04401  
 cr Center Beam Flat Car Company, Inc. c/o Curtis Kimball, Esq. P.O. Box 1401 Bangor, ME 04401  
 cr Real Custeau Claimants et al c/o Mitchell A. Toups, Esq. PO Box 350 Beaumont, TX 77704  
 at y Verrill Dana LLP One Portland Square P.O. Box 586 Portland, ME 04112-0586  
 cr Frederick J. Williams 74 Bellevue Street Compton, QU J0B 1L0 CANADA  
 cr Daniel Aube 308 St-Lambert Street Sherbrooke, QU J1CON9 CANADA  
 cr Robert D. Thomas 49 Park Street Dexter, ME 04930  
 cr Fred's Plumbing & Heating, Inc. 328 Main Street Derby, VT 05829  
 cr Clean Harbors 42 Lonwater Dr. Norwell, MA 02061  
 cr Union Tank Car Company c/o Regan M. Haines PO Box 7320 Portland, ME 04112-7320  
 cr Shell Oil Company c/o Jessica Lewis Mollleur Law Office 95 Main Street Auburn, ME 04210  
 fa Development Specialists, Inc. Fred Caruso Suite 2300 70 West Madison Street Chicago, IL  
 60602  
 intp Oasis Petroleum, Inc. c/o Timtohy H. Norton, Esq. P.O. Box 597 Portland, ME 04112  
 cr Stephen C. Currie 17 Dodlin Road Enfield, ME 04493  
 cr Jeffrey C. Durant 1029 Main Rd. Brownville, ME 04414  
 cr Lexington Insurance Company c/o Marcus A. Helt, Esq. Gardere Wynne Sewell LLP 1601 Elm St  
 Ste 3000 Dallas, TX 75201  
 cr Sierra Liquidity Fund, LLC 19772 MacArthur Blvd. # 200 Irvine, CA 92612  
 cr General Electric Railcar Services Corporation c/o Pierce Atwood LLP Attn: Keith J.  
 Cunningham 254 Commercial Street 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 Trinity Industries Leasing, Inc. c/o One City Center Portland, ME 04101  
 cr Trinity Industries, Inc. c/o One City Center Portland, ME 04101  
 intp William R. Moorman, Jr. Partridge Snow & Hahn, LLP 30 Federal Street Boston, MA 02110  
 sp Kugler Kandestin LLP c/o Gerald F. Kandestin 1 Place Ville-Marie Suite 2101 Montreal, QB  
 H3B 2C6 CANADA  
 at y Covington & Burling LLP One City Center 850 Tenth Street, N.W. Washington, DC 20001-4956  
 acc Baker Newman & Noyes, LLC c/o Gregory Sanborn 280 Fore Street Portland, ME 04101  
 at y Shaw Fishman Glantz & Towbin LLC 321 N. Clark Street Suite 800 Chicago, IL 60657  
 op Prime Clerk LLC c/o Adam M. Adler 830 Third Avenue 9th Floor New York, NY 10022  
 at y Paul Hastings LLP 75 East 55th St. New York, NY 10022  
 at y Shaw Fishman Glantz & Towbin LLC 321 N. Clark Street, Suite 800 Chicago, IL 60654  
 at y Verrill & Dana, LLP One Portland Square P.O. Box 586 Portland, ME 04112-0586  
 at y Alan S. Gilbert Dentons US LLP 233 South Wacker Drive, Suite 7800 Chicago, IL 60606

aty Allison M. Brown Weil, Gotshal & Manges LLP 301 Carnegie Center, Suite 303 Princeton, NJ 08540

aty Arvin Maskin Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, NY 10153

aty Bill Kroger Baker Botts 910 Louisiana Street Houston, TX 77002

aty Blaire Cahn Weil, Gotshal & Manges, LLP 767 Fifth Avenue New York, NY 10153

aty Christopher Fong, Esq. Paul Hastings LLP 75 East 55th St. New York, NY 10022

aty Christopher J. Panos Partridge Snow & Hahn 30 Federal Street Boston, MA 02110

aty Craig D. Brown Meyers & Flowers, LLC 3 North Second Street, Suite 300 St. Charles, IL 60174

aty Deborah L. Thorne, Esq. Barnes & Thornburg LLP 1 North Wacker Drive, Suite 4400 Chicago, IL 60606

aty Dennis M. Ryan, Esq. Faegre Baker Daniels LLP 90 South 7th St Ste 2200 Minneapolis, MN 55402-3901

aty Devon H. MacWilliam Partridge Snow & Hahn, LLP 30 Federal Street Boston, MA 02110

aty Diane P. Sullivan Weil, Gotshal & Manges LLP 301 Carnegie Center, Suite 303 Princeton, NJ 08540

aty Elizabeth S. Whyman Murtha Cullina LLP 99 High Street Boston, MA 02110

aty Eric M. Hocky Clark Hill Thorp Reed 2005 Market Street Suite 1000 Philadelphia, PA 19103

aty Isley Markman Gostin WilmerHale 1875 Pennsylvania Avenue, NW Washington, DC 20006

aty James K. Robertson, Jr., Esq. Carmody Torrance Sandak & Hennessey 50 Leavenworth Street Waterbury, CT 06702

aty Jason R. Gagnon, Esq. Carmody Torrance Sandak & Hennessey 50 Leavenworth Street Waterbury, CT 06702

aty Jeffrey C. Steen, Esq. Sidley Austin LLP One South Dearborn Chicago, IL 60603

aty Ji Eun Kim Paul Hastings, LLP 200 Park Avenue New York, NY 10166

aty John L. Scott Reed Smith LLP 599 Lexington Avenue New York, NY 10022

aty Joseph M Bethony Gross, Minsky & Mogul, P.A. 23 Water Street, Suite 400 PO Box 917 Bangor, ME 04402-0917

aty Joseph P. Rovira Andrews Kurth LP 600 Travis St., Suite 4200 Houston, TX 77002

aty Julie Alleen Hardin Reed Smith LLP 811 Main Street, Suite 1700 Houston, TX 77002

aty Kyle J. Ortiz, Esq. Paul Hastings LLP 75 East 55th Street New York, NY 10022

aty Luc A. Despina Paul Hastings, LLP 75 East 55th Street New York, NY 10022

aty Marcia L. Goldstein Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, NY 10153

aty Mark F. Rosenberg Sullivan & Cromwell LLP 125 Broad Street New York, NY 10004

aty Mark W. Zimmerman Clausen Miller PC 10 South LaSalle Street Chicago, IL 60603

aty Maureen Daneby Cox, Esq. Carmody Torrance Sandak & Hennessey 50 Leavenworth Street Waterbury, CT 06702

aty Michael R. Enright Robinson & Cole, LLP 280 Trumbull Street Hartford, CT 06103

aty Michael S. Wolly, Esq. Zwerdling, Paul, Kahn & Wolly, PC 1025 Connecticut Ave., N.W. Washington, DC 20036

aty Omar J. Alaniz Baker Botts 2001 Ross Avenue Dallas, TX 75201

aty Randy L. Fairless Johanson & Fairless, LLC 1456 First Colony Blvd. Sugar Land, TX 77479

aty Robert Jackstadt Tueth, Keeney, Cooper, Mohan & Jackstadt 101 West Vandalia, Suite 210 Edwardsville, IL 62025

aty Sarah R. Borders King & Spalding LLP 1180 Peachtree Street, NE Atlanta, GA 30309

aty Stefanie Wowchuck McDonald 233 South Wacker Drive, Suite 7800 Chicago, IL 60606

aty Stephen Wald Partridge Snow & Hahn, LLP 30 Federal Street Boston, MA 02110

aty Stephen Edward Goldman Robinson & Cole LLP 280 Trumbull Street Hartford, CT 06103

aty Steven J. Boyajian Robinson & Cole LLP One Financial Plaza, Suite 1430 Providence, RI 02903

aty Terence M. Hynes, Esq. Sidley Austin LLP 1501 K. Street N.W. Washington, DC 20005

aty Thomas A. Labuda, Jr. Sidley Austin, LLP One South Dearborn Chicago, IL 60603

aty Timothy A. Davidson Andrews Kurth LP 600 Travis St., Suite 4200 Houston, TX 77002

aty Victoria Morales, Esq. Maine Department of Transportation 16 State House Station Augusta, ME 04333

aty Victoria Vron Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, NY 10153

aty Virginia Strasser Surface Transportation Board 395 E Street, S.W. Washington, DC 20423

aty William K. McKinley, Esq. Troubh Heisler 511 Congress Street PO Box 9711 Portland, ME 04104-5011

aty William R. Moorman Partridge Snow & Hahn LLP 30 Federal Street Boston, MA 02110

aty Wylan M. Ackerman Robinson & Cole LLP 280 Trumbull Street Hartford, CT 06103

smg State of Maine Bureau of Revenue Services Compliance Division Bankruptcy Unit P.O. Box 1060 Augusta, ME 04332

TOTAL: 96