

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

In re:

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670
Chapter 11

MOTION FOR EXPEDITED HEARING, SHORTENED OBJECTION PERIOD AND LIMITED NOTICE WITH RESPECT TO TRUSTEE'S MOTION FOR AN ORDER APPROVING STIPULATIONS TO EXTEND THE TIME TO COMPLY WITH SECTION 1168 AND ADDRESS MATTERS ARISING UNDER SECTION 1168

Robert J. Keach, the chapter 11 trustee in the above-captioned case (the "Trustee"), hereby moves this Court for an expedited hearing, shortened objection period and approval of limited notice (the "Motion to Expedite") with respect to the Trustee's Motion for an Order Approving Stipulations to Extend the Time to Comply with Section 1168 and Address Matters Arising Under Section 1168 (the "Motion"). In support of the Motion to Expedite, the Trustee states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to entertain the Motion to Expedite pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) over which the Court has jurisdiction to enter a final order. The applicable rules relating to the relief sought in the Motion to Expedite are Rule 9013 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 9013-1(d)(i) of this Court's local rules (the "Local Rules").

BACKGROUND

2. On August 7, 2013 (the "Petition Date"), Montreal Maine & Atlantic Railway, Ltd., the above-captioned debtor (the "Debtor"), filed a voluntary petition for relief under chapter 11 of 11 U.S.C. § 101 et seq. (the "Bankruptcy Code").

3. On August 21, 2013, the United States Trustee (the "UST") appointed the Trustee to serve in the Debtor's Chapter 11 Case (the "Case") pursuant to 11 U.S.C. § 1163. By order dated August 28, 2013, the Court approved the Trustee's application to employ the law firm of Bernstein, Shur, Sawyer & Nelson, P.A. as counsel to the Trustee.

4. In that capacity, the Trustee negotiated a number of Stipulations Approving Section 1168 Extensions (the "Stipulations") with various entities (the "Rolling Stock Parties") who, prior to the Petition Date, had entered into lease or security agreements with the Debtor relating to "equipment" as such term is used in section 1168 of the Bankruptcy Code (the "Rolling Stock Agreements"). The Stipulations provide, among other things, that the time periods under section 1168 of the Bankruptcy Code be extended (the "Extensions"). The Extensions as set forth in the Stipulations are to provide more time for the Trustee to properly evaluate the value of certain Rolling Stock Agreements to the estate, and to further foster the negotiations currently taking place between the Trustee and the Rolling Stock Parties related to the terms of the Rolling Stock Agreements.

5. As this Court is aware, the Trustee faces a running 60-day time period pursuant to section 1168(a)(1), after which any Rolling Stock Party receives relief from the automatic stay. This 60-day time period expires on October 6, 2013, but may be extended by agreement pursuant to section 1168(b). Any agreements reached by the Debtor and the party asserting or possessing rights under section 1168 require the approval of this Court. In light of the requirement of Court

approval, the Trustee seeks Court approval on an expedited basis to ensure that the Stipulations are approved before the 60-day period set forth in section 1168(a)(1) expires.

RELIEF REQUESTED

6. By this Motion to Expedite, the Trustee requests that the Court: (a) schedule a hearing on the Motion for October 3, 2013 at 10:00 a.m.; (b) set a shortened objection deadline for October 2, 2013; and (c) approve service of the Motion to Expedite and the Motion in the manner set forth herein.

BASIS FOR RELIEF

7. Absent a request for an expedited hearing, a movant seeking the type of relief set forth in the Motion must provide twenty-one days' notice of, and a response date must be set more than seven calendar days prior to, a hearing date. See Bankruptcy Rule 2002; Local Rule 9013-1(d)(5).

8. However, the Trustee requires the relief requested in the Motion on an expedited basis to ensure that the Stipulations are approved, and that the Trustee has authority to enter into the Stipulations, before the section 1168(a)(1) period expires.

9. The Trustee was retained on August 21, 2013. Shortly after the retention, the Trustee began the process of compiling documents and information necessary to identify all of the parties who may have rights under section 1168. After compiling the information, the Trustee quickly engaged in negotiations with all of the parties identified by the Trustee in an effort to reach agreements with all of the parties in relation to section 1168 relief. Several of the Stipulations were not finalized until the morning of the date of the filing of this Motion to Expedite. Based on the time involved in both identifying relevant parties and negotiating the

terms of the Stipulations, the Trustee was not in a position to file the Motion in advance of today, making the request for expedited consideration mandatory.

10. The Court has already scheduled hearings for October 3, 2013 at 10:00 a.m. with respect to several matters in the Case.

11. The Trustee requests that a hearing on the Motion be scheduled for the same date and time to allow expedited consideration of the relief sought by the Trustee while minimizing cost and inconvenience to interested parties who might already be in attendance on that date.

NOTICE

12. Notice of this Motion to Expedite and Motion was served on the following parties on the date and in the manner set forth in the certificate of service: (a) the UST; (b) the Debtor's counsel; (c) the non-insider holders of the twenty (20) largest unsecured claims against the Debtor or, if applicable, the lawyers representing such holders; (d) applicable federal and state taxing authorities; (e) the holders of secured claims against the Debtor, or if applicable, the lawyers representing such holders; and (f) others who have, as of the date of the Motion to Expedite and the Motion, entered an appearance and requested service of papers in the Case.

CONCLUSION

WHEREFORE, the Trustee respectfully requests that this Court enter an Order: (a) finding that service of the Motion to Expedite and the Motion in the manner described herein was sufficient to all parties in interest under the circumstances of this Case; (b) granting the Motion to Expedite; (c) setting a hearing on the Motion for October 3, 2013 at 10:00 a.m. and a shortened objection deadline for October 2, 2013; and (d) granting such other and further relief as the Court deems just and equitable under the circumstances.

Dated: September 27, 2013

ROBERT J. KEACH
CHAPTER 11 TRUSTEE OF MONTREAL
MAINE & ATLANTIC RAILWAY, LTD.

By his attorneys:

/s/ Sam Anderson
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UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670

Chapter 11

**ORDER GRANTING MOTION FOR EXPEDITED HEARING, SHORTENED OBJECTION
PERIOD AND LIMITED NOTICE WITH RESPECT TO TRUSTEE'S MOTION FOR AN
ORDER APPROVING STIPULATIONS TO
EXTEND THE TIME TO COMPLY WITH SECTION 1168
AND ADDRESS MATTERS ARISING UNDER SECTION 1168**

This matter having come before the Court on the *Motion for Expedited Hearing, Shortened Objection Period and Limited Notice with Respect to Motion for an Order Approving Stipulations to Extend the Time to Comply with Section 1168 and Address Matters Arising Under Section 1168* (the "Motion to Expedite") filed by Robert J. Keach, the chapter 11 trustee in the above-captioned case, and upon consideration of all responses to the Motion to Expedite (if any), it is hereby **ORDERED**, **ADJUDGED** and **DECREED** as follows:

1. The Motion to Expedite is granted.
2. Notice and service of the Motion to Expedite and the *Motion for an Order Approving Stipulations to Extend the Time to Comply with Section 1168 and Address Matters Arising Under Section 1168* (the "Motion") was sufficient in light of the nature of the relief requested.
3. An expedited hearing on the Motion is set for October 3, 2013 at 10:00 a.m. and the deadline to object to the same is October 2, 2013.

Dated:

The Honorable Louis H. Kornreich
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

In re:

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670
Chapter 11

NOTICE OF EXPEDITED HEARING

Robert J. Keach, the chapter 11 trustee in the above-captioned case (the “Trustee”), has filed a *Motion for Expedited Hearing, Shortened Objection Period and Limited Notice with Respect to Motion for an Order Approving Stipulations to Extend the Time to Comply with Section 1168 and Address Matters Arising Under Section 1168* (the “Motion to Expedite”) and a *Motion for an Order Approving Stipulations to Extend the Time to Comply with Section 1168 and Address Matters Arising Under Section 1168* (the “Motion”).

If you do not want the Court to approve the Motion to Expedite or the Motion, then on or before **October 2, 2013**, you or your attorney must file with the Court a response or objection explaining your position. If you are not able to access the CM/ECF Filing System, then your response should be served upon the Court at:

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

If you do have to mail your response to the Court for filing, then you must mail it early enough so that the Court will receive it **on or before October 2, 2013**.

You may attend the hearing with respect to the Motion to Expedite scheduled to be held at the Bankruptcy Court, 202 Harlow Street, Bangor, Maine on **October 3, 2013 at 10:00 a.m.** If the Motion to Expedite is granted at that time, the Court may immediately thereafter conduct hearings to consider, and may grant some or all of the relief sought by the Motion.

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one. If you do not have an attorney, you may wish to consult one.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Motion to Expedite or the Motion and may enter an order granting the requested relief without further notice or hearing.

Dated: September 27, 2013

ROBERT J. KEACH
CHAPTER 11 TRUSTEE OF MONTREAL
MAINE & ATLANTIC RAILWAY, LTD.

By his attorneys:

/s/ Sam Anderson
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