

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MAINE**

In re:

MONTREAL, MAINE & ATLANTIC
RAILWAY, LTD.,

Debtor.

Bk. No. 13-10670

Chapter 11

ROBERT J. KEACH, solely in his capacity as
the chapter 11 trustee for MONTREAL,
MAINE & ATLANTIC RAILWAY, LTD.,

Plaintiff

v.

WORLD FUEL SERVICES CORPORATION,
WORLD FUEL SERVICES, INC.,
WESTERN PETROLEUM COMPANY,
WORLD FUEL SERVICES, CANADA, INC.,
PETROLEUM TRANSPORT SOLUTIONS,
LLC, CANADIAN PACIFIC RAILWAY
COMPANY, IRVING OIL LIMITED, and
SMBC RAIL SERVICES, LLC,

Defendants.

Adversary Proceeding No. 14-1001

**CONSENTED TO MOTION FOR ORDER STAYING ADVERSARY PROCEEDING
AGAINST WORLD FUEL SERVICES CORPORATION, WORLD FUEL
SERVICES, INC., WESTERN PETROLEUM COMPANY, WORLD
FUEL SERVICES, CANADA, INC., PETROLEUM TRANSPORT
SOLUTIONS, LLC, AND SMBC RAIL SERVICES, LLC**

Plaintiff Robert J. Keach, solely in his capacity as the chapter 11 trustee of Montreal
Maine & Atlantic Railway, Ltd. (the "Trustee"), hereby files this motion, with the consent of
World Fuel Services Corporation ("WFSC"), World Fuel Services, Inc. ("WFSI"), Western
Petroleum Company ("Western Petroleum"), World Fuel Services, Canada, Inc. ("WFS
Canada"), Petroleum Transport Solutions, LLC ("PTS") (WFSC, WFSI, Western Petroleum,

WFS Canada, and PTS collectively, the “WFS Entities”) and SMBC Rail Services, LLC (“SMBC”), seeking an order from the Court staying this Adversary Proceeding only to the extent it relates to the WFS Entities and SMBC. In support of this consented-to motion, the Trustee states as follows:

1. On January 30, 2014, the Trustee commenced the Adversary Proceeding against the WFS Entities. As a result of new facts, information and evidence that came to light following the commencement of this proceeding, the Trustee, with leave from this Court, filed an amended complaint naming Irving Oil Limited (“Irving”) and Canadian Pacific Railway Company (“CPR”) as additional party defendants [Adv. D.E. 95] (the “Amended Complaint”). Thereafter, the Trustee, again with leave from this Court, filed a second amended complaint naming SMBC as a defendant [D.E. 134] (the “Second Amended Complaint”)

2. On January 7, 2015, the Court entered the *Joint Pretrial Statement/Pretrial Order* [Adv. D.E. 91] (the “JPS”), which contained deadlines pertaining only to the Trustee and the WFS Entities.

3. On January 23, 2015, the Trustee, Irving, the WFS Entities, and CPR filed the *Amended Joint Pretrial Statement/Pretrial Order* [Adv. D.E. 108] (the “Amended JPS”), which contained, among other things, deadlines governing the completion of discovery by the Trustee, the WFS Entities, Irving, and CPR. On January 28, 2015, the Court entered the Amended JPS.

4. On March 13, 2015, the Trustee, Irving, and the WFS Entities filed the *Third Amended Joint Pretrial Statement/Pretrial Order* [Adv. D.E. 111] (the “Third Amended JPS”), which, *inter alia*, extended certain discovery deadlines and required the Trustee to move to stay the Adversary Proceeding as to Irving. See Third Amended JPS, Section XVI. On March 16, 2015, the Court entered the Third Amended JPS [Adv. D.E. 113].

5. On April 1, 2015, the Court, at the request of the Trustee, entered an order staying the Adversary Proceeding as it relates to Irving [D.E. 120].

6. Since that time, the Trustee has entered into settlement agreements (the “Agreements”), subject to Court approval, with the WFS Entities and SMBC to resolve the claims against those parties as set forth in the Second Amended Complaint. In connection with the Agreements, the Trustee has agreed to move to stay the Adversary Proceeding as it relates to the WFS Entities and SMBC (the “Stay”). The Stay will also apply to all deadlines and obligations as to the WFS Entities as set forth in the Amended JPS and Third Amended JPS. The Stay may be revised, updated, and/or terminated upon request of the Trustee, the WFS Entities, or SMBC.

7. Pursuant to the terms of the Agreements, the Trustee hereby requests that the Court enter an order staying the Adversary Proceeding as it relates to the WFS Entities and SMBC.

8. The Trustee submits that, in light of the Agreements, the Stay will promote judicial economy and efficiency and permit the parties to preserve resources. The Trustee shall continue to prosecute the Adversary Proceeding as it relates to CPR.

9. The Trustee also requests that this Court enter an order granting this consented-to motion without a hearing pursuant to Rule 9013-1(g) of this Court’s local rules (the “Local Rules”).

WHEREFORE, the Trustee requests that this Court enter an order staying the Adversary Proceeding as to the WFS Entities and SMBC, and granting such other and further relief as this Court deems just and appropriate.

Dated: June 26, 2015

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

By his attorneys:

/s/ Timothy J. McKeon
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FOR THE DISTRICT OF MAINE**

In re:

MONTREAL, MAINE & ATLANTIC
RAILWAY, LTD.,

Debtor.

Bk. No. 13-10670

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ROBERT J. KEACH, solely in his capacity as
the chapter 11 trustee for MONTREAL,
MAINE & ATLANTIC RAILWAY, LTD.,

Plaintiff

v.

WORLD FUEL SERVICES CORPORATION,
WORLD FUEL SERVICES, INC.,
WESTERN PETROLEUM COMPANY,
WORLD FUEL SERVICES, CANADA, INC.,
PETROLEUM TRANSPORT SOLUTIONS,
LLC, CANADIAN PACIFIC RAILWAY
COMPANY, IRVING OIL LIMITED, and
SMBC RAIL SERVICES, LLC,

Defendants.

Adversary Proceeding No. 14-1001

**ORDER GRANTING CONSENTED TO MOTION FOR ORDER STAYING
ADVERSARY PROCEEDING AGAINST WORLD FUEL SERVICES CORPORATION,
WORLD FUEL SERVICES, INC., WESTERN PETROLEUM COMPANY, WORLD
FUEL SERVICES, CANADA, INC., PETROLEUM TRANSPORT
SOLUTIONS, LLC, AND SMBC RAIL SERVICES, LLC**

Upon consideration of the *Consented to Motion for Order Staying Adversary Proceeding Against World Fuel Services Corporation, World Fuel Services, Inc., Western Petroleum Company, World Fuel Services, Canada, Inc., Petroleum Transport Solutions, LLC and SMBC Rail Services, LLC* (the "Consent Motion"), filed by Plaintiff Robert J. Keach, solely in his

capacity as the chapter 11 trustee (the “Trustee”) of Montreal Maine & Atlantic Railway, Ltd. (the “Debtor”), and the Trustee and Defendants World Fuel Services Corporation, World Fuel Services, Inc., Western Petroleum Company, World Fuel Services, Canada, Inc., Petroleum Transport Solutions, LLC and SMBC Rail Services, LLC, consenting to the relief sought in the Consent Motion, and without a hearing pursuant to D. Me. LBR 9013-1(g), it is hereby **ORDERED**, **ADJUDGED**, and **DECREEED** as follow:¹

1. The Consent Motion is granted.
2. The Adversary Proceeding is stayed as it relates to the WFS Entities and SMBC and the Stay shall remain in effect unless, and until, it is revised, updated, and/or terminated by the Court upon request of the Trustee, the WFS Entities, or SMBC.

Dated:

The Honorable Peter G. Cary
United States Bankruptcy Judge

¹ Unless otherwise indicated, all capitalized terms used but not defined herein have the same meaning as ascribed to such terms in the Consent Motion.