

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

In re:

MONTREAL MAINE & ATLANTIC  
RAILWAY, LTD.

Debtor.

Bk. No. 13-10670

Chapter 11

**ORDER GRANTING THIRD INTERIM APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR DEVELOPMENT SPECIALISTS, INC., AS FINANCIAL ADVISOR FOR THE TRUSTEE, ROBERT J. KEACH, FOR THE PERIOD FROM OCTOBER 1, 2014 THROUGH OCTOBER 9, 2015**

This matter having come before the Court on the Third Interim Application for Compensation and Reimbursement of Expenses for Development Specialists, Inc., as Financial Advisor for the Trustee, Robert J. Keach, for the Period from October 1, 2014 Through October 9, 2015 (the "Fee Application"), 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 (as defined in the Fee Application) and pursuant to 11 U.S.C. § 331, Development Specialists, Inc. ("DSI") is allowed compensation for services to Robert J. Keach, Esq., the chapter 11 trustee, in the aggregate amount of **\$349,587.94**, including professional fees in the amount of **\$330,613.00** and reimbursement of expenses in the amount of **\$18,974.94**.

3. The fees and expenses requested in the Fee Application are hereby awarded on an interim basis in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's local rules.

Dated: December 7, 2015

/s/ Peter G. Cary

---

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

District/Off: 0100-1

User: kford

Date Created: 12/7/2015

Case: 13-10670

Form ID: pdf901

Total: 171

**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. ahelman@mcm-law.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@mcm-law.com  
aty Debra A. Dandeneau debra.dandeneau@weil.com  
aty Dennis L. Morgan dmorgan@coopercargillchant.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 fgadagnino@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@mcm-law.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@zwerdling.com  
aty Joshua R. Dow, Esq. jdow@pearcedow.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 Maire Bridin Corcoran Ragozzine, Esq. acumming@bernsteinshur.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 Regan M. Haines, Esq. rhaines@curtisthaxter.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  
 aty Ronald Stephen Louis Molteni, Esq. moltenir@stb.dot.gov  
 aty Seth S. Holbrook holbrook\_murphy@msn.com  
 aty Stephen G. Morrell, Esq. stephen.g.morrell@usdoj.gov  
 aty Steven E. Cope, Esq. scope@copelegal.com  
 aty Susan N.K. Gummow, Esq. sgummow@fgppr.com  
 aty Taruna Garg, Esq. tgarg@murthalaw.com  
 aty Timothy H. Norton, Esq. tnorton@krz.com  
 aty Timothy J. McKeon, Esq. tmckeon@bernsteinshur.com  
 aty Timothy R. Thornton pvolk@briggs.com  
 aty Tracie J. Renfroe, Esq. trenfroe@kslaw.com  
 aty William C. Price wprice@clarkhill.com  
 aty William H. Welte, Esq. wwelte@weltelaw.com

TOTAL: 74

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

db Montreal Maine & Atlantic Railway Ltd. 15 Iron Road Hermon, ME 04401  
 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  
 tr 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  
 aty 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  
 aty 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 J1C0N9 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 Molleur 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  
 aty Paul Hastings LLP 75 East 55th St. New York, NY 10022  
 aty Shaw Fishman Glantz & Towbin LLC 321 N. Clark Street, Suite 800 Chicago, IL 60654  
 aty Verrill & Dana, LLP One Portland Square P.O. Box 586 Portland, ME 04112-0586  
 aty 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

## PDF to BNC - IPs: Notice Recipients Page 3 of 3

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 75 East 55th Street New York, NY 10022  
 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. Despins 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 Marcus A. Helt Gardere Wynne Sewell LLP 1601 Elm St., Ste. 3000 Dallas, TX 75201  
 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 Siedband Bernstein, Shur, Sawyer & Nelson, PA 100 Middle Street P.O. Box 9729 Portland, ME 04104  
 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 Wystan M. Ackerman Robinson & Cole LLP 280 Trumbull Street Hartford, CT 06103

TOTAL: 93