

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

In re: )  
Montreal Maine & Atlantic )  
Railway Ltd., ) Chapter 11  
 ) Case No. 13-10670  
Debtor )

**ORDER GRANTING SECOND INTERIM AND FINAL APPLICATION OF PAUL HASTINGS LLP, AS COUNSEL TO THE OFFICIAL COMMITTEE OF VICTIMS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM DECEMBER 10, 2013 THROUGH DECEMBER 22, 2015**

This matter having come before the Court on the *Second Interim and Final Application of Paul Hastings LLP, as Counsel to the Official Committee of Victims, for Allowance of Compensation and Reimbursement of Expenses for the Period from December 10, 2013 through December 22, 2015* (the "Application<sup>1</sup>"), and after proper notice to all creditors and other parties in interest, the Court having independently reviewed the Application, it is hereby **ORDERED**, **ADJUDGED**, and **DECREED** as follows:

1. The Application is granted and approved.
2. In relation to the Final Fee Period and pursuant to 11 U.S.C. § 331, Paul Hastings LLP is allowed on a final basis compensation and an administrative claim for services to the Committee in the aggregate amount of \$728,577.06, including professional fees in the amount of \$679,586.75 and reimbursement of expenses in the amount of \$48,990.31.<sup>2</sup>

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

<sup>2</sup> I cannot ascertain whether the expenses for "Computer Search" set forth in the two fee applications totaling \$23,601.51 satisfy the requirements of Local Bankruptcy Rule 2016-1(a)(5). For example, are all these charges relating to on-line legal research as described in ¶ 21 of the Application? Are they all part of a flat fee plan which might be more properly treated as law firm overhead which is reflected by the hourly rate of the professionals? However, I will grant this Application in full because even if none of the "Computer Search" expenses were properly awarded, the \$23,601.51 is far outweighed by Mr. Despins graciously reducing his hourly rate by 50% and by the fees waived for services provided during the Interim Fee Period.

3. Payment to Paul Hastings LLP of the sum of \$8,367.94, which is the difference between the amount allowed by this Order and the amount previously paid to Paul Hastings LLP pursuant to Court order, is hereby authorized and directed.

4. The fees and expenses for the Final Fee Period are hereby awarded in accordance with the applicable sections of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and this Court's Local Rules.

Dated: March 18, 2016

/s/ Peter G. Cary  
Peter G. Cary  
U. S. Bankruptcy Judge

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 18, 2016

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 20, 2016.

db #+Montreal Maine & Atlantic Railway Ltd., 15 Iron Road, Hermon, ME 04401-1179  
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 Washington, DC 20423-0012  
 aty William K. McKinley, Esq., Troubh Heisler, 511 Congress Street, PO Box 9711,  
 Portland, ME 04104-5011

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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 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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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 +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,  
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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,  
Boston, MA 02110-2508

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
aty E-mail/Text: mhenderson@verrilldana.com Mar 18 2016 20:43:47 Verrill & Dana, LLP,  
One Portland Square, P.O. Box 586, Portland, ME 04112-0586  
aty E-mail/Text: mhenderson@verrilldana.com Mar 18 2016 20:43:47 Verrill Dana LLP,  
One Portland Square, P.O. Box 586, Portland, ME 04112-0586  
acc +E-mail/Text: dbanks@bnncca.com Mar 18 2016 20:43:49 Baker Newman & Noyes, LLC,  
c/o Gregory Sanborn, 280 Fore Street, Portland, ME 04101-4177  
cr E-mail/Text: bankruptcy@bangor.com Mar 18 2016 20:43:52 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 18 2016 20:44:03 First Union Rail,  
c/o Curtis Kimball, Esq., P.O. Box 1401, Bangor, ME 04402-1401

TOTAL: 6

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

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aty\* +Shaw Fishman Glantz & Towbin LLC, 321 N, Clark Street, Suite 800, Chicago, IL 60654-4766  
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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 20, 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 18, 2016 at the address(es) listed below:  
NONE.

TOTAL: 0