

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

In re)	Chapter 11
)	Case No. 13-10670
MONTREAL MAINE & ATLANTIC)	
RAILWAY, LTD.,)	
)	
Debtor.)	

**DEBTOR'S CONSENTED TO MOTION FOR ENTRY OF AN ORDER
GRANTING THE DEBTOR ADDITIONAL TIME WITHIN
WHICH TO FILE SCHEDULES AND STATEMENTS**

Montreal, Maine & Atlantic Railway Ltd. (“**MMA**” or “**Debtor**”), debtor-in-possession in the above captioned case, through its undersigned proposed counsel, moves this Court for an order granting the Debtor additional time within which to file schedules of assets and liabilities, schedules of executory contracts and unexpired leases, and statements of financial affairs (the “**Motion**”). In support of the Motion, the Debtor states as follows:

I. Jurisdiction and Venue

1. The Court has jurisdiction over this case pursuant to 28 U.S.C. §§ 157 & 1334 and D. Me. Local R. 83.6(a), pursuant to which all cases filed in Maine under 11 U.S.C. § 101, *et seq.* (the “**Bankruptcy Code**”) are referred to bankruptcy judges of this district. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding over which the Court has jurisdiction and Constitutional authority to enter a final order.

II. Procedural Background

2. On August 7, 2013, the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “**Petition Date**”).

3. The Debtor remains in possession and control of its property and continues to operate as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code

and this Court's Order Authorizing the Debtor's Continued Business Operations Pending Appointment of a Chapter 11 Railroad Trustee. [ECF Dkt. No. 34].

III. Factual Background

4. Reference is made to the affidavit of M. Donald Gardner, Jr. for the factual background of MMA and the events leading to this bankruptcy case. Said facts are incorporated herein as if set forth in full.

IV. Relief Requested

5. By this Motion, pursuant to sections 105(a) and 521 of the Bankruptcy Code, Federal Rule of Bankruptcy Procedure 1007(c), and District of Maine Local Bankruptcy Rules 9006-1(b) and 9013-1(d)(1), the Debtor seeks an order, substantially in the form attached hereto, extending the time within which it is required to file its schedules of assets and liabilities, the schedules of executory contracts and unexpired leases, and statements of financial affairs, each as required by section 521 of the Bankruptcy Code (collectively, the "**Schedules and Statements**"). The Debtor filed with its petition a list identifying the top twenty (20) unsecured creditors of the Debtor. Bankruptcy Rule 1007(c) provides that a debtor may file its Schedules and Statements within fourteen (14) days of the commencement date of the bankruptcy case.

6. Due to the nature of the Debtor's business, the limited staff available to perform the required internal review of the Debtor's business and affairs, and the numerous other matters incident to the commencement of this chapter 11 case, the Debtor submits that the 14-day period within which to file the Schedules and Statements under Bankruptcy Rule 1007(c) will not be sufficient.

7. As such, the Debtor requests an additional 14 days beyond the 14 days provided under Bankruptcy Rule 1007(c) to file the Schedule and Statements. Granting this enlargement would require that the Debtor file its Schedules and Statements on or before **September 4, 2013**. Because the Debtor is a "railroad," as defined in section 101(44) of the Bankruptcy Code,

“section[] 341 . . . do[es] not apply in [this] case” and the proposed enlarged deadline will not be beyond the date set for the meeting of creditors. *See* D. Me. LBR 9006-1(b), 11 U.S.C. § 1161.

V. Consent of United States Trustee Pursuant to D. Me. LBR 9013-1(d)(1)

8. Debtor’s counsel files this Motion with the consent of the United States Trustee’s office.

V. No Prior Request

9. No prior motion for the relief requested herein has been made to this Court.

VI. Notice

10. The Debtor, through counsel, will cause this Motion, as well as the proposed Order, to be served by first class U.S. mail, postage prepaid and, as applicable, by electronic mail on (i) United States Trustee; (ii) the 20 largest unsecured creditors in this case; (iii) the Federal Rail Administration; (iv) Wheeling & Lake Erie Railway Company; (v) the United States Secretary of Transportation; (vi) the Surface Transportation Board; and (vii) all parties requesting notice in this case. The Debtor respectfully requests that the Court find such notice to constitute fair, adequate, and sufficient notice of all matters set forth in this Motion.

WHEREFORE, the Debtor respectfully requests entry of an Order granting the relief requested herein and such other and further relief as is just and proper.

Dated: August 20, 2013

Respectfully submitted,

MONTREAL MAINE & ATLANTIC
RAILWAY, LTD.

/s/ Nathaniel R. Hull

Roger A. Clement, Jr., Esq.
Nathaniel R. Hull, Esq.

VERRILL DANA LLP
One Portland Square
P.O. Box 586
Portland, ME 04112-0586
207-774-4000 – Phone/207-774-7499 - Fax
rclement@verrilldana.com
nhull@verrilldana.com
bankr@verrilldana.com

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

In re)	Chapter 11
)	Case No. 13-10670
MONTREAL MAINE & ATLANTIC)	
RAILWAY, LTD.)	
)	
Debtor.)	

**CONSENT ORDER GRANTING THE DEBTOR ADDITIONAL TIME
WITHIN WHICH TO FILE SCHEDULES AND STATEMENTS**

Upon the motion (the “**Motion**”) filed by Montreal, Maine & Atlantic Railway Ltd. (“**MMA**” or “**Debtor**”), debtor-in-possession in the above captioned case, for entry of an order granting the Debtor additional time within which to file the Schedules and Statements, and it appearing that due and proper notice of the Motion has been given, and that no other or further notice need be given; and with the consent of the United States Trustee’s office; and after due deliberation and sufficient cause appearing therefore and after such hearing as was necessary being held, it is hereby **ORDERED, ADJUDGED, and DECREED** as follows:

A. The Motion is **GRANTED**.

B. The Debtor is granted an extension to and including **September 4, 2013**, for an additional 14 days beyond the time provided for under Bankruptcy Rule 1007(c), to file the Schedules and Statements.

C. Such extension is without prejudice to the Debtor’s right to file a motion seeking a further extension.

D. This Order shall become final in fourteen (14) days unless a party-in-interest sooner objects, in which case the matter shall be set for hearing and considered by the Court as if this Order had not been entered.

Dated: August ___, 2013

Honorable Louis H. Kornreich
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

_____)	
In re)	
)	Chapter 11
MONTREAL MAINE & ATLANTIC)	Case No. 13-10670
RAILWAY, LTD.,)	
)	
Debtor.)	
_____)	

CERTIFICATE OF SERVICE

I hereby certify that on the 20th day of August 2013, I caused to be served on the parties set forth below by first class U.S. mail, postage prepaid, Federal Express or electronic mail, as indicated, a true and correct copy of *Debtor's Motion for Entry of an Order Granting the Debtor Additional Time Within Which to File Schedules and Statements*, dated August 20, 2013, together with a *proposed Order*.

All parties listed on the Electronic Mail Notice List have been served electronically through the Court's ECF system.

Dated: August 20, 2013

/s/ Marilyn J. Henderson
Marilyn J. Henderson

VERRILL DANA LLP
One Portland Square
P.O. Box 586
Portland, ME 04112-0586
207-774-4000
207-774-7499
bankr@verrilldana.com

Service List

First Class U.S. Mail:

AC Electric Corp.
120 Merrow Road
P.O. Box 1508
Auburn, ME 04211-1508

Canadian Pacific Railway Co.
Lockbox M101979
P.O. Box 2078, Station B
Montreal, PQ H3B 4H4
CANADA

Canadian Pacific Railway Co.
P.O. Box 2078
Station B
Montreal, QC H3B 4H4
CANADA

Cattron Theimeg
Box 200477
Pittsburgh, PA 15251-0477

Debroussailleurs GSL Inc
5646 Chemin Saint-Remi
St-Adien-De-Ham, PQ J0A 1C0
CANADA

Flex Leasing I, LLC
SDS 12-2315
P.O. Box 86
Minneapolis, MN 55486-0086

Gowling Lafleur Henderson LLP
1400, 700 – 2nd Street S.W.
Calgary, AB T2P 4V5
CANADA

Helm Financial Corporation
Lockbox 13499
13499 Collections Center Drive
Chicago, IL 60693

Maine Northern Railway
P.O. Box 905, Station A
71 Alison Boulevard
Fredericton, NB E3B 5B4
CANADA

Maine, State of
Maine Revenue Services
Attn: Stanley D. Campbell
Deputy Director
P.O. Box 9107
Augusta, ME 04332-9107

New Brunswick Southern
Petro Sud-Ouest Inc.
619, Laurent
Granby, PQ J2G 8Y3
CANADA

Progress Rail Services
24601 Network Place
Chicago, IL 60673-1246

RWC Inc.
248 Lockhouse Road
P.O. Box 876
Westfield, MA 01086-0876

Railway Company Limited
P.O. Box 5777
Saint John, NB E2L 4M3
CANADA

Rail World, Inc.
6400 Shafer Court, Suite 275
Rosemont, IL 60018

Rail World Locomotive Leasing
6400 Shafer Court, Suite 275
Des Plaines, IL 60018

St. Lawrence & Atlantic RR
M2118, Case Postale 11500
Succursale Centre-Ville
Montreal, PQ H3C 5N7
CANADA

Valero Marketing & Supply Co.
One Valero Way
San Antonio, TX 78249-1616

Ville De Sherbrooke
145 Rue Wellington Nord
C P 610
Sherbrooke, QC J1H 5H9
CANADA

Internal Revenue Service
P.O. Box 7346
Philadelphia, PA 19101-7346

EPA New England, Region 1
5 Post Office Square, Suite 100
Boston, MA 02109-3912

Maine DEP
17 State House Station
Augusta, ME 04333-0017

Daniel A. Edelman, Esq.
for Multiple Litigation Claimants
Edelman, Combs, Lattuner & Goodwin, LLC
120 S. LaSalle Street, 18th Floor
Chicago, IL 60603

Mitchell A. Toups, Esq.
for Multiple Litigation Claimants
Weller, Green, Toups & Terrell, L.L.P.
Post Office Box 350
Beaumont, TX 77704

Peter J. Flowers, Esq.
for Multiple Litigation Claimants
Meyers & Flowers, LLC
3 North Second Street, Suite 300
St. Charles, IL 60174

Jason C. Webster, Esq.
for Multiple Litigation Claimants
The Webster Law Firm
6200 Savoy, Suite 515
Houston, TX 77036

GATX Corporation
222 West Adams Street, 6th Floor
Chicago, IL 60606-5314

OTT Communications
900-D Hammond Street
Bangor, ME 04401

By Federal Express:

Attn: Assistant Chief Counsel
Federal Railroad Administration
1200 New Jersey Avenue, S.E.
Washington, DC 20590
Office: (202) 366-6065

General Counsel
Surface Transportation Board
395 E Street SW
Washington, DC 20024

By E-Mail:

Matthew J. Troy, Esq.
Phillip Seligman, Esq.
U.S. Department of Justice, Civil Division
P.O. Box 875
Ben Franklin Station
Washington, DC 20044
Matthew.Troy@usdoj.gov
Phillip.Seligman@usdoj.gov

Alan S. Gilbert, Esq.
Dentons US LLP
for Rail World, Inc.
233 South Wacker Drive, Suite 7800
Chicago, IL 60606-6306
alan.gilbert@dentons.com

Jonathan P. Welch
Office of Foreign Litigation
Civil Division
U.S. Department of Justice
1100 L Street, NW, Room 11002
Washington, DC 20005
Jonathan.Welch@USDOJ.gov

Denis St-Onge
Gowlings Lafleur Henderson, LLP
for Montreal, Maine & Atlantic Canada Co.
1, Place Ville-Marie, 37th Floor
Montreal, (Québec) H3B 3P4
CANADA
denis.st-onges@gowlings.com

Patrick C. Maxcy
Dentons US LLP
for Rail World, Inc.
233 South Wacker Drive, Suite 7800
Chicago, IL 60606-6306
patrick.maxcy@dentons.com

Derek Tay
Gowling Lafleur Henderson LLP
1 First Canadian Place
100 King Street West, Suite 1600
Toronto, Ontario M5X 1G5
CANADA
Derrick.Tay@gowlings.com

Casey Symington
Office of Chief Counsel/FRA
3935 11th Avenue
Kearney, NE 68845
Casey.Symington@dot.gov

Michael Barron, Esq.
Fletcher & Sippel
29 N. Wacker Drive, Suite 920
Chicago, IL 60606-2832
mbarron@fletcher-sippel.com

M. Donald Gardner, Jr., CFO
VP Finance & Administration
Montreal, Maine & Atlantic Railway
15 Iron Road
Hermon, ME 04401
mdgardner@mmarail.com

James E. Howard
James E. Howard LLC
70 Rancho Road
Carmel Valley, CA 93924
jim@jehowardlaw.com

Edward Burkhardt, President
Rail World, Inc.
8600 W. Bryn Mawr Avenue, Suite 500N
Chicago, IL 60631
eaburkhardt@railworld-inc.com

Robert C. Grindrod, President
Montreal, Maine & Atlantic Railway, Ltd.
15 Iron Road
Hermon, ME 04401
rcgrindrod@mmarail.com

Craig T. Goldblatt, Esq.
for XL Group
WilmerHale
1875 Pennsylvania Avenue NW
Washington, DC 20006
craig.goldblatt@wilmerhale.com

Electronic Mail Notice List

- Roger A. Clement, Jr. rclement@verrilldana.com, nhull@verrilldana.com;
bankr@verrilldana.com
- Keith J. Cunningham kcunningham@pierceatwood.com, mpottle@pierceatwood.com
- Jeremy R. Fischer jfischer@dwmlaw.com, pfolsom@dwmlaw.com
- Frank J. Guadagnino fguadagnino@clarkhillthorpreed.com
- Michael F. Hahn mhahn@eatonpeabody.com, clavertu@eatonpeabody.com;
dgerry@eatonpeabody.com;dcroizier@eatonpeabody.com;jmiller@eatonpeabody.com
- Nathaniel R. Hull nhull@verrilldana.com, bankr@verrilldana.com
- David C. Johnson bankruptcy@mcm-law.com, djohnson@mcm-law.com
- Alan R. Lepene Alan.Lepene@ThompsonHine.com,
Cathy.Heldt@ThompsonHine.com
- Benjamin E. Marcus bmarcus@dwmlaw.com, hwhite@dwmlaw.com;
mkennedy@dwmlaw.com
- George J. Marcus bankruptcy@mcm-law.com
- Victoria Morales Victoria.Morales@maine.gov, wprice@clarkhill.com,
rhotaling@clarkhillthorpreed.com, Toni.Kemmerle@maine.gov,
bslaby@clarkhillthorpreed.com, fguadagnino@clarkhillthorpreed.com,
ehocky@clarkhill.com,Nathan.Moulton@maine.gov,Robert.Elder@maine.gov
- Stephen G. Morrell stephen.g.morrell@usdoj.gov
- Office of U.S. Trustee ustpreion01.po.ecf@usdoj.gov
- Jeffrey T. Piampiano jpiampiano@dwmlaw.com, aprice@dwmlaw.com;
hwhite@dwmlaw.com;tking@dwmlaw.com;mkennedy@dwmlaw.com
- Jennifer H. Pincus Jennifer.H.Pincus@usdoj.gov
- William C. Price wprice@clarkhill.com, rhotaling@clarkhillthorpreed.com
- Elizabeth L. Slaby bslaby@clarkhillthorpreed.com
- John Thomas Stemplewicz john.stemplewicz@usdoj.gov
- Pamela W. Waite pam.waite@maine.gov