

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 APPLICATIONS SEEKING
TO EMPLOY DEVELOPMENT SPECIALISTS, INC. AND COVINGTON
& BURLING LLP NUNC PRO TUNC TO AUGUST 21, 2013**

Robert J. Keach (the “Trustee”), the chapter 11 trustee in the above-captioned case, hereby moves this Court for an expedited hearing, shortened objection period and limited notice (the “Motion to Expedite”) with respect to the: (a) Application for Order, Pursuant to Sections 327 and 328 of the Bankruptcy Code, Authorizing the Employment of Development Specialists, Inc. as Financial Advisor for the Trustee Nunc Pro Tunc to August 21, 2013 [D.E. 100] (the “DSI Application”); and (b) the Application for Order Pursuant to Sections 327 and 328 of the Bankruptcy Code, Authorizing the Employment of Covington & Burling LLP, as Special Regulatory Counsel for the Trustee Nunc Pro Tunc to August 21, 2013 [D.E. 102] (the “Covington & Burling Application and, collectively with the DSI Application, the “Employment Applications”). In support of the Motion to Expedite, the Trustee states as follows:

JURISDICTION

1. This Court has jurisdiction to entertain the Motion to Expedite and the Employment Applications pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates and applicable rules relating to the relief sought in the

Motion to Expedite and the Employment Applications are §§ 327 and 328 of the United States Bankruptcy Code, Rules 2002, 2014 and 9013 of the Federal Rules of Bankruptcy Procedure (hereinafter "Fed. R. Bankr. P.") and Rules 2014-1, 2014-2, 2014-3 and 9013-1(d)(1), (5) and (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"). On August 21, 2013, the United States Trustee (the "U.S. Trustee") appointed the Trustee to serve in the Debtor's Chapter 11 Case (the "Case") pursuant to 11 U.S.C. § 1163.

3. In that capacity, the Trustee has filed applications seeking the employment of Development Specialists, Inc. ("DSI") to serve as financial advisor to the Trustee and Covington & Burling LLP ("Covington & Burling") to serve as special regulatory counsel to the Trustee.

4. The size and complexity of the Case necessitate immediate attention of the Trustee and his professionals to a vast number of procedural, legal and operational concerns. Accordingly, DSI and Covington & Burling have already begun providing services to the Trustee as he works to address these issues in a timely manner for the benefit of the Debtor's estate and its creditors.

RELIEF REQUESTED

5. By this Motion to Expedite, the Trustee requests that the Court schedule a hearing on the Motion to Expedite for September 4, 2013 at 10:00 a.m., set a shortened objection deadline for September 3, 2013 and approve service of the Motion to Expedite and the Employment Applications in the manner set forth herein.

BASIS FOR RELIEF

6. Pursuant to Local Rule 9013-1(d)(1), applications seeking nunc pro tunc or post facto approval of employment must be set for hearing. Rule 2002 of the Fed. R. Bankr. P. requires twenty-one days' notice for such an application. A response date must be set later than seven calendar days prior to a hearing date. *See* D. Me. LBR 9013-1(d)(5).

7. The Trustee requires immediate approval of the Employment Applications to ensure uninterrupted services from DSI and Covington & Burling pending approval of the terms of employment set forth in those applications.

8. The Court has already scheduled hearings for September 4, 2013 at 10:00 a.m. with respect to the Debtor's Motion for Authorization to Use Pre-Petition Bank Accounts and Business Forms and the Debtor's Motion for Order Pursuant to 11 U.S.C. §§ 361, 362, and 363: (I) Authorizing Debtor to Use Cash Collateral on Interim Basis; and (II) Scheduling a Hearing to Consider the Use of Cash Collateral on a Final Basis.

9. The Trustee requests that a hearing on the Employment Applications 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

10. On August 26, 2013, the DSI Application was served on the following parties via First Class Mail: (1) the United States Trustee; (2) the Debtor's counsel; (3) the non-insider holders of the twenty (20) largest unsecured claims against the Debtor or, if applicable, the lawyers representing such holders; (4) applicable federal and state taxing authorities; (5) the holders of secured claims who had, as of the date of the DSI Application, entered an appearance

and requested service of papers in the Case; and (6) others who had, as of the date of the DSI Application, entered an appearance and requested service of papers in the Case.

11. On August 27, 2013, the Covington & Burling Application was served on the following parties via First Class Mail: (1) the United States Trustee; (2) the Debtor's counsel; (3) the non-insider holders of the twenty (20) largest unsecured claims against the Debtor or, if applicable, the lawyers representing such holders; (4) applicable federal and state taxing authorities; (5) the holders of secured claims against the Debtor, or if applicable, the lawyers representing such holders; and (6) others who had, as of the date of the Covington & Burling Application, entered an appearance and requested service of papers in the Case.

12. Notice of this Motion to Expedite was served on the following parties by e-mail, facsimile or overnight mail: (1) the United States Trustee; (2) the Debtor's counsel; (3) the non-insider holders of the twenty (20) largest unsecured claims against the Debtor or, if applicable, the lawyers representing such holders; (4) applicable federal and state taxing authorities; (5) the holders of secured claims against the Debtor, or if applicable, the lawyers representing such holders; and (6) others who have, as of the date of this Motion to Expedite, entered an appearance and requested service of papers in the Case.

13. In addition, a copy of the DSI Application will be served by e-mail, facsimile or overnight mail on the holders of secured claims against the Debtor who were not previously served with a copy of that application.

CONCLUSION

WHEREFORE, the Trustee respectfully requests that this Court enter an Order: (a) finding that service of the Motion to Expedite and the Employment Applications 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 to Expedite for September 4, 2013 at 10:00 a.m. and a shortened objection deadline for September 3, 2013; and (d) granting such other and further relief as the Court deems just and equitable under the circumstances.

Dated: August 28, 2013

/s/ Robert J. Keach
Robert J. Keach
CHAPTER 11 TRUSTEE OF MAINE
MONTREAL & ATLANTIC RAILWAY,
LTD.

**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 APPLICATIONS
SEEKING TO EMPLOY DEVELOPMENT SPECIALISTS, INC. AND COVINGTON
& BURLING LLP NUNC PRO TUNC TO AUGUST 21, 2013**

This matter having come before the Court on the Motion for Expedited Hearing, Shortened Objection Period and Limited Notice with Respect to Applications Seeking to Employ Development Specialists, Inc. and Covington & Burling LLP Nunc Pro Tunc to August 21, 2013 (the "Motion to Expedite") filed by Robert J. Keach (the "Trustee"), 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 Employment Applications¹ was sufficient in light of the nature of the relief requested.
3. An expedited hearing on the Employment Applications is set for September 4, 2013 at 10:00 a.m. and the deadline to object to the Employment Applications is September 3, 2013.

Dated:

The Honorable Louis H. Kornreich
U. S. Bankruptcy Judge for the District of Maine

¹ Terms not herein defined shall have the same meaning as set forth in the Motion to Expedite.

**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 “Trustee”), the chapter 11 trustee in the above-captioned case, has filed a Motion for Expedited Hearing, Shortened Objection Period and Limited Notice with Respect to Applications Seeking to Employ Development Specialists, Inc. and Covington & Burling LLP *Nunc Pro Tunc* to August 21, 2013 (the “Motion to Expedite”) and the following applications:

- i. Application for Order, Pursuant to Sections 327 and 328 of the Bankruptcy Code, Authorizing the Employment of Development Specialists, Inc. as Financial Advisor for the Trustee *Nunc Pro Tunc* to August 21, 2013 [Docket No. 100]; and
- ii. Application for Order, Pursuant to Sections 327 and 328 of the Bankruptcy Code, Authorizing the Employment of Covington & Burling LLP, as Special Regulatory Counsel for the Trustee *Nunc Pro Tunc* to August 21, 2013 [Docket No. 102]

(collectively, the “Employment Applications”).

If you do not want the Court to approve the Motion to Expedite or the Employment Applications, then on or before **September 3, 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:

Alex 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 September 3, 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 **September 4, 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 Employment

Applications.

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 Employment Applications and may enter an order granting the requested relief without further notice or hearing.

Dated: August 28, 2013

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

By his proposed attorneys:

/s/ Michael A. Fagone
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