

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

In re:

MONTREAL, MAINE & ATLANTIC  
RAILWAY, LTD.,

Debtor.

Bk. No. 13-10670  
Chapter 11

**JOINT MOTION TO EXTEND DEADLINES AND TO CONTINUE HEARING**

Robert J. Keach, the estate representative (the “Estate Representative”) for the post-effective date estate of Montreal Maine & Atlantic Railway, Ltd. (the “MMA”), New Brunswick Southern Railway Company Limited (“NBSR”) and Maine Northern Railway Company (“MNR,” and together with NBSR, the “Irving Railroads”), hereby jointly request that this Court enter an Order continuing the hearing and extending certain deadlines with respect to the *Amended Joint Pretrial Statement and Order Between the Estate Representative and New Brunswick Southern Railway Company Limited and Maine Northern Railway Company* [D.E. 2311] (the “JPO”).<sup>1</sup> In support of this consented-to motion (the “Motion”), the Estate Representative and the Irving Railroads (together, the “Parties”) states as follows:

1. On February 22, 2017, the Court entered the JPO, which set forth deadlines with respect to the Objection.

2. In accordance with the JPO, on February 28, 2017, the Estate Representative filed his *Amended Objection of Estate Representative to Proofs of Claim Filed by New Brunswick Southern Railway Company Limited and Maine Northern Railway Company on the Basis That Certain of Such Claims Are Duplicative of Others, and Such Others Are Improperly Asserted as Administrative*

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meaning ascribed in the JPO.

*and/or Priority Claims, in an Inaccurate Amount, and Subject to Disallowance Under Bankruptcy Code Section 502(d)* [D.E. 2313] (the “Amended Objection”).

3. Also in accordance with the JPO, Irving Railroads filed their response to the Amended Objection on March 16, 2017 [D.E. 2323].<sup>2</sup>

4. On March 21, 2017, Wheeling and Lake Erie Railway Company (“Wheeling”) filed its response and reservation of rights with respect to the Amended Objection [D.E. 2324].

5. The deadline for the Parties to file replies was set for March 28, 2017 (the “Reply Deadline”), but was continued to an undetermined date. *See* D.E. 2329.

6. In accordance with the JPO, a hearing on the Amended Objection and the responsive pleadings was scheduled for April 4, 2017 at 9:00 a.m. (the “Hearing Date”).

7. Also in accordance with the JPO, the Parties served document requests upon each other, responded to and produced documents in connection with the same, and conducted depositions. As a result of the depositions, the Parties have agreed to serve and respond to supplemental discovery requests, which are reflected on Exhibit A hereto (the “Supplemental Requests”). The Parties reserve the right to further supplement the Supplemental Requests as they may agree or as may be ordered by the Court.

8. In connection with (and as a result of) such Supplemental Requests, the Parties have agreed to the following:

- (a) Set the deadline for the Parties to respond/object to and produce documents in response to the Supplemental Requests for **April 20, 2017**;
- (b) Extend the discovery deadline to **April 27, 2017**;
- (c) Extend the Reply Deadline to **May 16, 2017**; and
- (d) Continue the Hearing Date to **May 23, 2017 at 9:00 a.m.**

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<sup>2</sup> The Irving Railroads had served their response on March 14, 2017 but due to inclement weather did not file the response until March 16, 2017.

**WHEREFORE**, the Parties respectfully request that this Court enter an order:

- (e) Setting the deadline for the Parties to respond/object to and produce documents in response to the Supplemental Requests for **April 20, 2017**;
- (f) Extending the discovery deadline to **April 27, 2017**;
- (g) Extending Reply Deadline to **May 16, 2017**;
- (h) Continuing the Hearing Date to **May 23, 2017 at 9:00 a.m.**; and
- (i) Granting such further relief as this Court deems necessary and appropriate.

Dated: March 31, 2017

/s/ Alan R. Lepene, Esq.

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*Counsel for New Brunswick Southern Railway  
Company Limited and Maine Northern Railway  
Company*

Dated: March 31, 2017

**ROBERT J. KEACH**  
**ESTATE REPRESENTATIVE OF THE POST-  
EFFECTIVE DATE ESTATE OF MONTREAL,  
MAINE & ATLANTIC RAILWAY, LTD.,**

By his attorneys:

/s/ Robert J. Keach, Esq.

Robert J. Keach, Esq.  
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**EXHIBIT A**

**A. Supplemental Document Requests from Estate Representative**

2. Organizational chart for JD Irving Limited and its subsidiaries, including the Irving Railroads.

3. Backup for the “Unbilled FSC in 2012” associated with invoice No. 60820.

4. Backup for the “Unbilled FSC in 2013” associated with invoice No. 60821.

5. Tax returns for Eastern Maine Railway (“EMR”) for the fiscal years 2010 through 2013, as well as any allocation worksheets or other documents analyzing or reflecting allocation of revenue and/or expenses or liabilities to EMR from NBSR.

6. NBSR and EMR books and records reflecting intercompany transfers between EMR and NBSR for the fiscal years 2010 through 2013 (comprehensive summaries of all such transfers would be adequate in the first instance).

7. All other documents reflecting allocation of revenue and expenses/liabilities as between EMR and NBSR for the fiscal years 2010 through 2013.

**B. Supplemental Document Requests from the Irving Railroads**

1. Tax returns for Montreal Maine & Atlantic Canada Co. (“MCC”) for fiscal years 2010-2013 and any allocation worksheets or other documents analyzing or reflecting allocation of revenue and allocation of expenses and liabilities to MCC from MMA.

2. MMA and MCC books and records reflecting intercompany transfers between MCC and MMA for fiscal years 2010-2013 (comprehensive summaries of all such transfers would be adequate in the first instance).

3. All other documents reflecting allocation of revenue and allocation of expenses and liabilities as between MMA and MCC for fiscal years 2010-2013.

4. Separate and/or consolidated annual financial statements of MMA and MCC for fiscal years 2010-2013.

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**ORDER GRANTING JOINT MOTION TO EXTEND  
DEADLINES AND TO CONTINUE HEARING**

Upon the *Joint Motion to Extend Deadlines and to Continue Hearing* (the "Motion")<sup>1</sup> with respect to the Amended Objection; and due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice need be provided; and it appearing that the relief requested in the Motion is in the best interest of estate, its creditors, its stakeholders and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby **ORDERED**, **ADJUDGED** and **DECREED** that:

1. The Motion is granted.
2. The deadline for the parties to respond/object to and produce documents in response to the Supplemental Requests is **April 20, 2017**.
3. The discovery deadline is extended to **April 27, 2017**.
4. The Reply Deadline is extended to **May 16, 2017**.
5. The Hearing Date is continued to **May 23, 2017 at 9:00 a.m.**
6. 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

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<sup>1</sup> Capitalized terms not herein defined shall have the meaning ascribed to such terms in the Motion.

if this Order had not been entered.

Dated: \_\_\_\_\_, 2017

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The Honorable Peter G. Cary  
United States Bankruptcy Judge