

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI  
SOUTHERN DIVISION**

<b>In re:</b>	)	
	)	<b>Case No. 14-51667-KMS</b>
<b>MISSISSIPPI PHOSPHATES CORPORATION, et al.</b>	)	<b>Chapter 11</b>
	)	
<b>Debtors.</b>	)	<b>Jointly Administered</b>

**OBJECTION OF ALABAMA ELECTRIC MOTOR SERVICES, LLC d/b/a  
TMC ELECTRIC MOTOR SERVICES TO DEBTORS’ FEBRUARY 20, 2015  
NOTICE OF MOTION OF DEBTORS TO DETERMINE CURE AMOUNTS FOR  
EXECUTORY CONTRACTS AND UNEXPIRED LEASES THAT MAY BE  
ASSUMED AND ASSIGNED AS PART OF THE SALES MOTION**

Alabama Electric Motor Services, LLC d/b/a TMC Electric Motor Services (“TMC”), by and through its undersigned counsel, hereby files this objection (the “Objection”) to the Debtors’ February 20, 2015 *Notice of Motion of Debtors to Determine Cure Amounts for Executory Contracts and Unexpired Leases That May Be Assumed and Assigned as Part of the Sales Motion* [Docket No. 513] (the “Notice”), and sets forth the following in support thereof:

1. On February 20, 2015, the Debtors filed the Notice pursuant to the *Order Granting Motion of Debtors, Pursuant to Bankruptcy Code Sections 105(a), 363, 365, 503, and 507, and Bankruptcy Rules 2002, 3007, 6004, 6006, 9007, and 9014 for Entry of: (I) Order (a) Approving Sales and Bidding Procedures in Connection with Sale of Assets of the Debtors, (b) Approving Form and Manner of Notice, (c) Scheduling Auction and Sale Hearing, (d) Authorizing Procedures Governing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (e) Granting Related Relief; and (II) Order (a) Approving Purchase Agreement, (b) Authorizing Sale*

*Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (c) Granting Related Relief* [Docket No. 509] (the “Bidding Procedures Order”).

2. On Exhibit A to the Notice, the Debtors submit that they intend to assume and assign that certain “Management Services Agreement Electrical/Instrumentation” with “TMC Electric Motor Services” (the “TMC Contract”). Further, the Notice provides that the cure amount for the TMC Contract is \$160,979.00. *See* Ex. A to Notice.

3. As set forth in TMC’s Proof of Claim number 248, filed with the Court and the Debtors’ claims agent, a copy of which is attached hereto as Exhibit A and incorporated herein by reference, the outstanding amount owed to TMC pursuant to the TMC Contract is \$172,979.00. *See* Ex. A. At least some portion of the amount owed to TMC is payable as a priority claim.

4. TMC files this objection on the basis that it demands the full payment of all arrearages at the time of the proposed assumption and assignment of the TMC Contract as required under 11 U.S.C. § 365.

5. The Debtors have failed to propose to cure all past due arrearages before the proposed assumption and assignment of the TMC Contract.

6. TMC expressly reserves all rights, remedies and objections that it otherwise has with respect to the proposed assumption and assignment of the TMC Contract and recovery of amounts owed to it.

Dated: March 13, 2015

Respectfully submitted,

/s/ Thomas J. Butler

Thomas J. Butler (Miss. Bar No. 100282)

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**CERTIFICATE OF SERVICE**

I hereby certify that I have served a copy of the foregoing on the following via electronic notices through the CM/ECF system and by placing same in the United States mail, postage prepaid and properly addressed, and have served all others receiving electronic notices through the CM/ECF system, on this the 13th day of March, 2015.

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