

Electric Motor Services [Claim # 375] (this “**Stipulation**”) in which the Debtors and the Creditor evidence their agreement to the treatment of the 503(b)(9) Claim [Claim # 195] filed by TMC (the “**TMC Claim**”), and in support thereof, the Debtors and the Creditor stipulate and agree as follows:

1. On October 27, 2014 (the “**Petition Date**”), each of the Debtors filed a voluntary petition in this Court for reorganization relief under Chapter 11 of the United States Bankruptcy Code.

2. This Court has jurisdiction in this matter pursuant to 28 U.S.C. §§ 157 and 1334(b). This is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A), (B), and (O). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

3. On November 12, 2014, the Office of the United States Trustee for Region 5 (the “**U.S. Trustee**”) appointed an Official Committee of Unsecured Creditors (the “**Committee**”) in this case under Section 1102 of the Bankruptcy Code [Dkt. # 161].

4. The Debtors and Committee filed that certain *Joint Motion of the Debtors and the Committee for an Order Establishing Procedures for the Assertion, Resolution, and Satisfaction of the Claims Asserted Pursuant to Section 503(b)(9) of the Bankruptcy Code* [Dkt. # 594] (the “**Motion**”).³

5. This Court entered that certain *Order Granting Joint Motion of the Debtors and the Committee for an Order Establishing Procedures for the Assertion, Resolution, and Satisfaction of the Claims Asserted Pursuant to Section 503(b)(9) of the Bankruptcy Code* [Dkt. # 705] on April 24, 2015.

6. The Creditor filed the TMC Claim on May 8, 2015, as a proper 503(b)(9) Claim pursuant to the 503(b)(9) Procedures as set forth in the Motion.

7. The Parties now desire to stipulate as to the proper amount and treatment of the TMC Claim.

³ Capitalized terms used but not otherwise defined herein have the meanings given to such terms in the Motion.

8. The Debtors and TMC hereby agree and stipulate that TMC holds an administrative expense in the form of a 503(b)(9) Claim against MPC in the aggregate amount of \$2,800.00, as set forth in the TMC Claim.

IT IS, THEREFORE, STIPULATED that TMC shall have a total allowed administrative expense claim under 11 U.S.C. § 503(b)(9) in the amount of \$2,800.00 (the “***TMC Allowed 503(b)(9) Claim***”).

IT IS FURTHER STIPULATED that the payment by the Debtors of all or any portion of the TMC Allowed 503(b)(9) Claim shall be only pursuant to a subsequent order (the “***Order***”) of this Court.

IT IS FURTHER STIPULATED that this Stipulation addresses only the award of an administrative expense for the TMC Allowed 503(b)(9) Claim under 11 U.S.C. § 503(b)(9) and that TMC shall retain all rights and additional claims against the Debtors for amounts not contemplated by the TMC Allowed 503(b)(9) Claim or allowed by the Court pursuant to the Order (said Order being without prejudice to TMC’s right to assert additional claims against the Debtors), including without limitation TMC’s right to payment under proof of claim number 248 filed in this case, on a priority basis or otherwise, TMC’s right to request payment of any or all remaining amounts owed to it as administrative expenses, and TMC’s rights with respect to the assumption and assignment of any contract it has with the Debtors.

IT IS FURTHER STIPULATED that this Stipulation shall be binding upon and inure to the benefit of the parties and their respective successors, assignees, agents, attorneys and representatives including, but not limited to, any including any trustee(s), plan trustee(s), and/or administrator(s) appointed under the Bankruptcy Code and/or applicable state law.

IT IS FURTHER STIPULATED that this Court shall retain jurisdiction with respect to all matters pertaining to the interpretation and implementation of this Stipulation.

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/s/J. Leland Murphree _____
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