

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

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In re:)	
ACR MANAGEMENT, L.L.C., <i>et al.</i> , ¹)	Case No. 04-27848-MBM
)	Chapter 11
Debtors.)	
<hr/>)	(Jointly Administered)
ACR MANAGEMENT, L.L.C., <i>et al.</i> ,)	
)	Hearing Date and Time: _____
Movants,)	
v.)	Objection Deadline: _____
)	
Parties Listed on <u>Exhibit A</u> Attached Hereto)	Docket No. _____

**DEBTORS' FIRST OMNIBUS OBJECTION TO CLAIMS
UNDER 11 U.S.C. §§ 105(a) AND 502(b) AND FED. R. BANKR. P. 3007**

The above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) hereby file the *Debtors’ First Omnibus Objection to Claims* (the “First Omnibus Objection”) and respectfully state as follows in support thereof:

JURISDICTION

1. The Court has jurisdiction over this First Omnibus Objection under 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(A) and (B). Venue of this proceeding and this First Omnibus Objection is properly in this district pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory bases for the relief requested herein are sections 105(a) and 502(b) of the United States Bankruptcy Code, 11 U. S. C. §§101, et seq., and Rule 3007 of the Federal Rules of Bankruptcy Procedure.

¹ The Debtors are the following entities: ACR Management, L.L.C., Anthony Crane Rental Holdings, L.P., ACR/Dunn Acquisition, Inc., Anthony Crane Capital Corporation, Anthony Crane Holdings Capital Corporation, Anthony Crane International, L.P., Anthony Crane Sales & Leasing, L.P., Anthony International Equipment Services Corporation, Anthony Sales & Leasing Corporation, Carlisle Equipment Group, L.P., Carlisle GP, L.L.C., Husky Crane, Inc., Anthony Crane Rental, L.P., d/b/a Maxim Crane Works, Maxim Crane Works, LLC, Sacramento Valley Crane Service, Inc., The Crane & Rigging Company, LLC, Thompson & Rich Crane Service, Inc.

BACKGROUND

2. On June 14, 2004 (the “Petition Date”), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Cases”).

3. On August 6, 2004, the Debtors filed their schedules of assets and liabilities and statements of financial affairs (as amended on September 13, 2004, and December 23, 2004, the “Schedules and Statements”).

4. On December 29, 2004, the Debtors filed their third amended plan of reorganization (CM/ECF #1079, the “Plan²”). On December 30, 2004, this Court signed an Order confirming the Plan (CM/ECF#1094, the “Confirmation Order”), and the Plan became effective pursuant to its terms on January 28, 2005.

5. Prior to the commencement of these Chapter 11 Cases, the Debtors maintained, in the ordinary course of business, books and records (the “Books and Records”) that reflected, among other things, the Debtors’ liabilities and the amounts thereof owed to their creditors.

6. With the assistance of the Debtors’ current management, the Debtors have reviewed the Proofs of Claim that have been filed in these Chapter 11 Cases against the Debtors.

REQUEST FOR RELIEF

7. By this First Omnibus Objection, the Debtors object to the Proof of Claims set forth on Exhibit A³ attached hereto (the “Overstated Claims” or the “Claims”). These are Claims that have been filed in amounts (the “Filed Amount”) that exceed the amounts listed in the Debtors’ Schedules and Statements (the “Scheduled Amount”).

8. Based upon the Debtors’ Books and Records and applicable law, the Debtors believe and therefore aver that they have no liability to said creditors for any amount in excess of

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Plan, the Confirmation Order, or the Revised Post-Confirmation Order (CM/ECF#1160).

³ Certain of the claims listed on Exhibit A maybe also be the subject matter of a specific or general claims objection that the Debtors intend to file relating to claims filed by taxing authorities.

the “Scheduled Amount.” To the extent a “Filed Amount” for a Claim exceeds the “Scheduled Amount,” the Debtors assert the Claim is not valid or supportable against the Debtors or their property and such Claim should be reduced to the “Scheduled Amount.”

9. Accordingly, the Debtors respectfully request that this Court enter an Order reducing these Claims to the “Proposed Allowed Amt” set forth on Exhibit A.

10. The Debtors hereby reserve the right to object in the future to any of the Claims listed on Exhibit A to this First Omnibus Objection, on any ground, and to amend, modify and/or supplement this First Omnibus Objection, including without limitation, to object to amended, surviving, transferred, re-classified and newly-filed Claims. Separate notice will be served and a separate hearing will be scheduled for any such objection.

11. The Debtors also file this First Omnibus Objection, without prejudice to file additional objections to other Proofs of Claim filed in these Chapter 11 Cases on any ground.

WHEREFORE, the Debtors respectfully request that this Court (i) enter an Order reducing each Claim described in this First Omnibus Objection (and as shown on Exhibit A attached hereto) to the “Proposed Allowed Amt” and (ii) grant such further relief as is just and proper.

Pittsburgh, Pennsylvania
Dated: February 23, 2005

Respectfully submitted,

/s/ David B. Salzman
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