

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

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

**DEBTORS' SECOND 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’ Second Omnibus Objection to Claims* (the “Second Omnibus Objection”) and respectfully state as follows in support thereof:

JURISDICTION

1. The Court has jurisdiction over this Second 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 Second 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

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.

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.

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 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.

4. 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. 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

5. By this Second Omnibus Objection, the Debtors object to the claims set forth on Exhibit A³ attached hereto (the “Unsupported Claims” or the “Claims”) based upon the Debtors’ Books and Records and applicable law. These are Proofs of Claim for which the Debtors’ Books and Records reflect that the Debtors have no liability and the Claimants provided no supporting documentation evidencing the Debtors’ liability for the asserted Claims. Since the initial burden

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.

is on the Claimants to allege facts sufficient to support their Claims, these Claims should be disallowed and expunged.

6. Accordingly, the Debtors respectfully request that this Court enter the proposed form of Order attached hereto disallowing and expunging for all purposes these Claims.

7. The Debtors hereby reserve the right to object in the future to any of the Claims listed on Exhibit A to this Second Omnibus Objection, on any ground, and to amend, modify and/or supplement this Second 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.

8. The Debtors also file this Second 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 disallowing and expunging each Claim described in this Second Omnibus Objection (and set forth on Exhibit A attached hereto) and (ii) grant such further relief as is just and proper.

Pittsburgh, Pennsylvania
Dated: February 23, 2005

CAMPBELL & LEVINE, LLC

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