

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

In re:)	
)	
ACR MANAGEMENT, L.L.C., <i>et al.</i> , ¹)	Case No. 04-27848-MBM
)	Chapter 11
Debtors.)	(Jointly Administered)
)	
IRA WINSTON, an individual ,)	Docket No.: ____
)	
Movant,)	Related Docket No.: 1249
)	
v.)	Objection Deadline: March 8, 2005
)	Hearing Date: March 15, 2005 at 3:00 p.m.
ACR MANAGEMENT, L.L.C., <i>et al.</i> ,)	
)	
Respondents.)	

**RESPONSE OF THE DEBTORS TO [CM/ECF#1249] MOTION OF
IRA WINSTON TO PROCEED TO LIQUIDATION OF CLAIM AND
PROCEED AGAINST THE INSURANCE PROCEEDS**

The above-captioned Debtors-in-Possession (collectively, the “Debtors²”) by and through their undersigned attorneys, hereby submit this response (the “Response”) to the motion (filed on February 9, 2005, CM/ECF# 1249, the “Motion”) filed by Ira Winston (the “Movant”), for relief from the automatic stay to proceed to liquidate claim against the Debtors, with recovery limited to insurance proceeds. In support of this Response, the Debtors respectfully represent as follows:

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.

² All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

RELEVANT BACKGROUND

1. Prior to the Petition Date, the Movant initiated a proceeding against one of the Debtors in the 212th Judicial District Court of Galveston County, Texas, Cause No. 03-CV-1695 (the “Action”), arising out of pre-petition accident in which the Movant sustained personal injuries.

2. By the Motion, the Movant now seeks relief from the automatic stay to pursue the Action against the Debtors with recovery to be limited to recovering available insurance proceeds.

3. In the time period relevant to the incident giving rise to the Action, the Debtors were covered by several layers of third party liability and indemnity coverage pursuant to various policies (the “Policies”). Pursuant to the terms of some of these Policies, there may have been retentions and/or deductibles.

4. On December 30, 2004, this Court entered an Order confirming the Debtors’ Plan of Reorganization. On January 28, 2005, the Debtors’ Plan of Reorganization became effective pursuant to its terms.

CONDITIONS TO MOVANT’S RELIEF

5. The Debtors do not object to the Movant’s request for this Court to lift the automatic stay so as to permit the Movant to continue his prosecution of the Action, so long as (i) the relief is limited to liability covered by the Policies, (ii) the only relief that the Movant may pursue as to the Debtors directly or indirectly, shall be to participate in the distribution afforded pre-petition unsecured claims based upon any timely-filed Proof of Claim that was filed by the Movant, if any, by the Bar Date; (iii) the relief does not seek to impose or allow the Movant to impose liability upon the Debtors’ insurers beyond the express terms of the Policies; (iv) and the

relief does not cause the Debtors to bear extraordinary expense.

6. Accordingly, the Debtors request that the Movant's relief be conditioned upon the following:

- a. The relief from stay be limited, as to the Debtors, to allowing the Movant to liquidate his claims and recover from any applicable insurance coverage, and the Movant may not seek to enforce any judgment obtained against any asset of the Debtors, or property of the Debtors' estate other than their applicable insurance coverage; provided however, the Movant not be precluded from pursuing recovery upon the Movant's claims from any other party to the Action that may, for any cognizable reason, be liable therefor;

WHEREFORE, the Debtors respectfully request that this Court enter an Order (a proposed form of order is being filed simultaneously herewith) (i) granting the Motion subject to the above conditions; and (ii) granting such other relief the Court deems just and proper.

Dated: Pittsburgh, Pennsylvania
March 8, 2005

Campbell & Levine, LLC
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