

**EXHIBIT A**

**[Proposed]** First Day Agenda

**EXHIBIT A**

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

In re:	)	
	)	
ACR Management, L.L.C., <u>et al.</u> , <sup>1</sup>	)	Case No. 04-0_____(____)
	)	
	)	Chapter 11
	)	
Debtors.	)	(Jointly Administered)
	)	
ACR MANAGEMENT, L.L.C., et al.,	)	Docket No. ____
	)	
Movants,	)	Hearing Date and Time: _____
	)	
v.	)	Objection Deadline: _____
	)	
NO RESPONDENT.	)	
	)	

**PROPOSED FIRST DAY AGENDA**

**PETITIONS**

- A.** Voluntary Petition of Anthony Crane Rental Holdings, L.P., List of Filing Entities; Resolution of the Board of Managers of ACR Management, L.L.C., The General Partner of Anthony Crane Rental Holdings, L.P.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- B.** Voluntary Petition of ACR Management, L.L.C., List of Filing Entities; Resolution of The Board of Managers of ACR Management, L.L.C.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of

---

<sup>1</sup> 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.

Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders

- C.** Voluntary Petition of ACR/Dunn Acquisition, Inc., List of Filing Entities; Debtors' List of Equity Security Holders; Resolution of The Board of Directors of ACR/Dunn Acquisition, Inc.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- D.** Voluntary Petition of Anthony Crane Capital Corporation, List of Filing Entities; Resolution of The Board of Directors of Anthony Crane Capital Corporation; Certificate, Certification Concerning Consolidated Master Creditor List, Debtors Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- E.** Voluntary Petition of Anthony Crane Holdings Capital Corporation, List of Filing Entities; Resolution of The Board of Directors of Anthony Crane Holdings Capital Corporation; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- F.** Voluntary Petition of Anthony Crane International, L.P., List of Filing Entities; Resolution of The Board of Directors of Anthony International Equipment Services Corporation, The General Partner of Anthony Crane International, L.P.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- G.** Voluntary Petition of Anthony Crane Sales & Leasing, L.P., List of Filing Entities; Resolution of The Board of Directors of Anthony Sales & Leasing Corporation, The General Partner of Anthony Crane Sales & Leasing, L.P.; Certificate, Certification Concerning Consolidated Master Creditor List, Debtors Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- H.** Voluntary Petition of Anthony International Equipment Service Corporation, List of Filing Entities; Resolution of The Board of Directors of Anthony International Equipment Services Corporation; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders

- I.** Voluntary Petition of Anthony Sales & Leasing Corporation, List of Filing Entities; Resolution of The Board of Directors of Anthony Sales & Leasing Corporation; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- J.** Voluntary Petition of Carlisle Equipment Group, L.P., List of Filing Entities; Resolution of The Manager of Carlisle GP, L.L.C., The General Partner of Carlisle Equipment Group, L.P.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- K.** Voluntary Petition of Carlisle GP, L.L.C., List of Filing Entities; Resolution of The Manager of Carlisle GP, L.L.C.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- L.** Voluntary Petition of Husky Crane, Inc., List of Filing Entities; Resolution of The Board of Directors of Husky Crane, Inc.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- M.** Voluntary Petition of Anthony Crane Rental, L.P., d/b/a Maxim Crane Works, List of Filing Entities; Resolution of The Board of Managers of ACR Management, L.L.C., The General Partner of Maxim/Anthony Crane Rental, L.P. d/b/a Maxim Crane Works; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- N.** Voluntary Petition of Maxim Crane Works, LLC, List of Filing Entities; Resolution of The Member of Maxim Crane Works, LLC; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- O.** Voluntary Petition of Sacramento Valley Crane Service, Inc., List of Filing Entities; Resolution of The Board of Directors of Sacramento Valley Crane Service, Inc.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders

- P.** Voluntary Petition of The Crane & Rigging Company, LLC, List of Filing Entities; Resolution of The Managers of The Crane & Rigging Company, LLC; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders
- Q.** Voluntary Petition of Thompson & Rich Crane Service, Inc., List of Filing Entities; Resolution of The Board of Directors of Thompson & Rich Crane Service, Inc.; Certificate, Certification Concerning Consolidated Master Creditor List, Consolidated List of Creditors Holding Largest Unsecured Claims, Consolidated List of Equity Security Holders, Certification Concerning List of Equity Security Holders

## **AFFIDAVIT IN SUPPORT OF FIRST DAY MOTIONS**

### *Introductory Remarks*

- 1.** [**“Marmo Affidavit”**] Affidavit of Ronald M. Marmo, Vice President of Administration of ACR Management, L.L.C. In Support of First Day Motions

### **FIRST DAY MOTIONS**

#### **I. PROCEDURAL MOTIONS**

- 2.** [**“First Day Hearing”**] Emergency Motion for an Order (A) Scheduling Expedited Hearings on Certain First Day Motions and (B) Approving Form and Manner of Notice Thereof

**Exhibit A:** Proposed First Day Agenda

**Exhibit B:** Form of First Day Notice

- 3.** [**“Pro Hac”**] Emergency Motions for Pro Hac Vice Admission
- A.** David Eaton
- B.** Anup Sathy
- C.** Roger Higgins
- 4.** [**“Complex Case”**] Emergency Ex Parte Motion for Designation as Complex Chapter 11 Bankruptcy Cases

**Exhibit A:** Proposed First Day Agenda

- 5.** [**“Joint Administration”**] Emergency Motion for Order, Pursuant to Rule 1015(B), of the Federal Rules of Bankruptcy Procedure Directing Joint Administration

6. **[“Schedules and Statements”]** Emergency Motion for an Order Granting the Debtors Additional Time Within Which to File Schedules and Statements

## **II. PROFESSIONAL RETENTIONS**

7. **[“K&E Retention”]** Emergency Application by the Debtors for Entry of an Order Pursuant to 11 U.S.C. § 327(A) and Rule 2014(A) of the Federal Rules of Bankruptcy Procedure Authorizing the Employment and Retention of Kirkland & Ellis LLP as Attorneys for the Debtors and Debtors-In-Possession

**Exhibit A:** Affidavit of David L. Eaton In Support of Application For Order Under 11 U.S.C. § 327(a) and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure Authorizing The Employment and Retention of Kirkland & Ellis LLP as Attorneys For The Debtors and Debtors-In-Possession

1. Exhibit A(1) - A(15): Entities Searched For Conflicts
2. Exhibit B: Results of Conflicts Search
3. Exhibit C: Description of Investments

8. **[“Local Counsel Retention”] [Engagement letter included]** Emergency Application Pursuant By The Debtors For Entry of An Order Pursuant To 11 U.S.C. § 327(a) and Rule 2014(a) of The Federal Rules of Bankruptcy Procedure Authorizing the Employment and Retention of Campbell & Levine, LLC as Attorneys for the Debtors and Debtors-in-Possession

**Exhibit A:** Engagement Letter

**Exhibit B:** Affidavit of Douglas A. Campbell in Support of Application For Order Under 11 U.S.C. § 327(a) and Rule 2014(a) Of The Federal Rules of Bankruptcy Procedure Authorizing The Employment and Retention of Campbell & Levine, LLC as Attorneys for the Debtors and Debtors–in–Possession

## **III. OPERATIONAL MOTIONS**

9. **[“Chief Restructuring Officer”]** Emergency Motion Of The Debtors Pursuant To Sections 105 and 363 Of The Bankruptcy Code For Approval Of Services Agreement With Leonard LoBiondo and KZC Services, LLC

**Exhibit A:** Services Agreement With Leonard LoBiondo and KZC Services, L.L.C.

**Exhibit B:** Kroll Zolfo Cooper, L.L.C. Engagement Letter, dates as of May 26, 2004

**Exhibit C:** Affidavit of Leonard J. LoBiondo In Support of Debtors' Motion Pursuant to Sections 105 and 363 of the Bankruptcy Code For Approval of Services Agreement With Leonard LoBiondo and KZC Services, L.L.C.

1. Schedule 1: Conflicts of Interest Search Results

**Exhibit D:** Statement of Qualifications

10. **["Assume Contracts"]** Emergency Motion For Order Under Section 365(A) of the Bankruptcy Code Authorizing the Debtors to Assume Certain Executory Contracts

**Exhibit A:** Schedule of Executory Contracts To Assume

11. **["Cash Management"]** Emergency Motion for Order Under 11 U.S.C. §§ 363, 364, 1107 and 1108 (A) Authorizing (i) Maintenance of Existing Bank Accounts, (ii) Continued Use of Existing Business Forms, (iii) Continued Use of Existing Cash Management System, (iv) Continued Performance Under Intercompany Agreements and (B) Granting Superpriority Status to Postpetition Intercompany Claims; and Supporting Memorandum Of Law

**Exhibit A:** List of Bank Accounts

**Exhibit B:** Schematic of Cash Management System

**Exhibit C:** List of Regional Account Lockboxes

12. **["Reject Contracts"]** Emergency Motion for Order Under Section 365(A) of the Bankruptcy Code Authorizing The Debtors to Reject Certain Executory Contracts and Unexpired Leases

**Exhibit A:** Schedule of Executory Contracts To Reject

13. **["Shipping"]** Emergency Motion for Interim Order Authorizing the Debtors to Pay in the Ordinary Course of Business Prepetition Claims of Shippers and Other Lien Claimants

14. **["Taxes"]** Emergency Motion for Order (A) Authorizing, But Not Requiring, the Debtors to Remit and Pay Sales, Use and Franchise Taxes and Certain Other Government Charges, and (B) Authorizing Financial Institutions to Receive, Process, Honor and Pay Checks Issued and Electronic Payment Requests Made Relating to the Foregoing

15. **["Utilities"]** Emergency Motion of the Debtors For Entry of Order (A) Deeming Utilities Adequately Assured of Future Performance and (B) Establishing a Procedure For Determining Adequate Assurances Pursuant to 11 U.S.C. § 366

**Exhibit A:** Schedule of Utility Companies

16. **[“Wages”]** Emergency Motion of Debtors For Entry of Order (A) Authorizing, But Not Directing, the Debtors to Continue to Pay Certain Prepetition (i) Wages, Salaries, and Other Compensation, (ii) Employee Medical and Similar Benefits, and (iii) Reimbursable Employee Expenses; (B) Authorizing, But Not Directing, the Debtors to Continue Making Deductions From Employees’ Paychecks; and (C) Authorizing Financial Institutions to Pay All Checks and Electronic Payment Requests Made By the Debtors Relating to the Foregoing

**Exhibit A:** Aon Consulting, Inc. Engagement Letter

17. **[“Credit Card”]** Emergency Motion of the Debtors for Entry of Order Pursuant to Section 364(b) of the Bankruptcy Code Authorizing the Debtors to Enter into a Commercial Credit Card Agreement with National City Bank.

**Exhibit A:** National City Agreement

Proposed Interim Order

18. **[“Surety Bond”]** Emergency Motion of the Debtors for Entry of an Order Under Section 363(b) of the Bankruptcy Code Authorizing the Debtors to Enter Into an Agreement with Travelers Life and Annuity Company for Purchase Surety Bonds

**Exhibit A:** Indemnity Agreement

19. **[“Inventory Management”]** Emergency Motion of the Debtors for Order Approving Procedures for Ordinary Course Sales of Rental Equipment

#### **IV. DIP FINANCING**

20. **[“DIP Motion”]** Emergency Motion for an Interim Order (i) Approving Postpetition Financing and Authorizing Use of Cash Collateral; (ii) Granting Liens and Super-Administrative Priority Pursuant to 11 U.S.C. §§ 364(C) and (D); (iii) Granting Adequate Protection Pursuant to 11 U.S.C. § 363 and 364; (iv) Modifying the Automatic Stay; (v) Approving Notice Hereof; and (vi) Scheduling a Final Hearing

**Exhibit A:** Interim Order

2. Exhibit 1: DIP Loan Amendment
3. Exhibit 2: Index to DIP Compilation
4. Exhibit 3: Interim Budget

**Exhibit B:** Radecki Affidavit

**Exhibit C:** Vaccarello Affidavit

**Exhibit D:** Form of Notice and Final Hearing