

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
MET-COIL SYSTEMS CORPORATION,)	
)	Case No. 03-12676 (MFW)
Debtor.)	
)	Objection Deadline: Nov. 11 - 4:00 p.m. (ET)
)	Hearing Date: Nov. 18 - 3:00 p.m. (ET)

**MET-COIL'S MOTION FOR LEAVE TO FILE UNDER SEAL
EXHIBIT A TO ITS MOTION TO ASSUME SETTLEMENT AGREEMENT OR
IN THE ALTERNATIVE TO APPROVE SETTLEMENT AGREEMENT
PURSUANT TO BANKRUPTCY RULE 9019**

Met-Coil Systems Corporation ("**Met-Coil**" or "**Debtor**"), as debtor and debtor in possession, by and through its undersigned counsel, hereby moves this Court (the "**Motion**") for entry of an order granting Met-Coil leave to file *under seal* Exhibit A to Met-Coil's Motion To Assume Settlement Agreement Or In The Alternative To Approve Settlement Agreement Pursuant To Bankruptcy Rule 9019 ("Motion to Assume"). In support of this Motion, Met-Coil respectfully states as follows:

1. On October 20, 2003, concurrently with this Motion, Met-Coil filed its Motion To Assume.
2. By this Motion, the Debtor seeks entry of an order, in accordance with section 107(b)(1) of the Bankruptcy Code and Bankruptcy Rule 9018, allowing the Debtor to file under seal Exhibit A to the Debtor's Motion to Assume: Travelers' Motion to Enforce Settlement Agreement, which Travelers Casualty & Surety Company and the Travelers Indemnity Company of Illinois (collectively "Travelers") filed under seal with the Circuit Court for the 18th Judicial District, DuPage County, Illinois. Attached to Travelers' Motion to Enforce

Settlement Agreement is a July 16, 2003 letter attaching the terms of the purported settlement agreement.

3. Section 107(b) of the Bankruptcy Code provides in relevant part, that:

On request of a party in interest, the bankruptcy court shall . . . (1) protect an entity with respect to a trade secret or confidential research, development, or commercial information

11 U.S.C. § 107(b)(1).

4. Similarly, Bankruptcy Rule 9018 provides as follows:

On motion or on its own initiative, with or without notice, the court may make any order which justice requires (1) to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information . . .

Fed. R. Bankr. P. 9018.

5. Exhibit A contains the confidential terms of settlement discussions between Met-Coil, Mestek, Inc., and Travelers. In order to maintain the confidentiality of those terms, Travelers filed its motion under seal.

6. The current dispute among Travelers, Mestek, Inc. and Met-Coil is whether there is a binding settlement agreement among them, the terms of which are attached as an exhibit to Travelers' Motion to Enforce Settlement Agreement. In order to continue to maintain the confidentiality of the settlement agreement, and Travelers' Motion to Enforce Settlement Agreement, Met-Coil respectfully requests that this Court enter an order granting Met-Coil leave to file its Exhibit A under seal so that the Court may review its contents without jeopardizing the confidentiality of the terms of the purported agreement.

7. This motion is brought in good faith, and with good cause.

WHEREFORE, for the reasons set forth above, and for such other reasons as may appear to the Court, Met-Coil Systems Corporation respectfully requests that the Court enter an

order granting Met-Coil leave to file *under seal* Exhibit A to Met-Coil's Motion To Assume Settlement Agreement Or In The Alternative To Approve Settlement Agreement Pursuant To Bankruptcy Rule 9019.

Dated: October 20, 2003

MORRIS, NICHOLS, ARSHT & TUNNELL

/s/ James C. Carignan

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and Debtor in Possession