

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: 05/18/04 at 4:00 p.m.**
) **Hearing Date: 05/24/04 at 10:30 a.m.**

**MESTEK, INC.'S MOTION FOR ENTRY OF ORDER
APPROVING STIPULATION BY AND AMONG DEBTOR,
OFFICIAL COMMITTEE OF UNSECURED CREDITORS
AND MESTEK, INC. EXTENDING INVESTIGATIVE PERIOD**

Mestek, Inc., as Pre-Petition Lender¹ in the above-captioned Chapter 11 case (“**Mestek**”), hereby files this motion (the “**Motion**”) for the entry of an Order approving the stipulation (the “**Stipulation**”) by and among Met-Coil Systems Corporation (the “**Debtor**”), the Official Committee of Unsecured Creditors (the “**Committee**”) and Mestek extending the Investigative Period (as defined below). In further support of this Motion, Mestek respectfully represents as follows:

BACKGROUND

1. On August 26, 2003 (the “**Petition Date**”), the Debtor filed a voluntary petition for reorganization relief under Chapter 11 of the Bankruptcy Code. The Debtor is operating its business as a debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.
2. On September 11, 2003, the Office of the United States Trustee for the District of Delaware appointed the Committee.
3. On October 24, 2003, this Court entered the Final DIP Order.

¹ All capitalized terms that are not defined herein shall have the meaning ascribed to them in the Final Order Authorizing Debtor to (A) Use Cash Collateral and Grant Replacement Liens and (B) Obtain Post-Petition Financing Pursuant to 11 U.S.C. §§ [sic] 364(c) of the Bankruptcy Code (the “**Final DIP Order**”) and the Chapter 11 Plan of Reorganization Proposed by Met-Coil Systems Corporation and Mestek, Inc., as Co-Proponents.

4. Pursuant to paragraph 22 of the Final DIP Order:

the grant of the Adequate Protection Liens to the Pre-Petition Lender shall be without prejudice to the right, if any, of the Committee, any subsequently appointed Committee, the Debtor or any other party in interest to seek an order: (i) disallowing the claims of the Pre-Petition Lender; (ii) avoiding any security or collateral interest in the assets of the Debtor claimed by the Pre-Petition Lender in the Pre-Petition Collateral; (iii) modifying the amount, validity, priority or extent of the pre-petition liens, or the pre-petition claims; or (iv) providing any other relief of any type or nature whatsoever, legal or equitable, against the Pre-Petition Lender or otherwise permitting recovery from the Pre-Petition Lender on account of its relationship with the Debtor arising under, relating to or in connection with the pre-petition financing (collectively, the “**Potential Causes of Action**”), provided however, that any such objection, other action or other relief against the Pre-Petition Lender shall be filed, brought or commenced before January 12, 2004 (the “**Investigative Period**”).

5. Mestek previously agreed to extend the Investigative Period for the Debtor and the Committee through and including May 18, 2004.

6. On May 12, 2004, and simultaneously with the filing of this Motion, the Debtor, Mestek and the Committee entered into the Stipulation which further extends the Investigative Period through and including July 31, 2004, for the Committee and the Debtor only.

RELIEF REQUESTED

7. By this Motion, Mestek respectfully requests that this Court approve the Stipulation, which further extends from May 18, 2004 to July 31, 2004, the period during which only the Committee and the Debtor may conduct an investigation of the Potential Causes of Action. No other party in interest shall be granted such an extension of the Investigative Period.

BASIS FOR RELIEF REQUESTED

8. The Debtor, Mestek and the Committee seek to amend the provisions of the Final DIP Order to allow additional time for the Committee and the Debtor to conduct investigations concerning the Potential Causes of Action.

9. No other party in interest requested an extension of the Investigative Period and therefore, no party in interest, other than the Debtor or the Committee, shall be granted an extension of the Investigative Period.

10. Such an extension of the Investigative Period is in the best interests of the Debtor, its estate and its creditors.

NOTICE AND PRIOR RELIEF

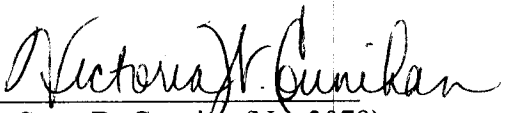
11. Notice of this Motion has been served upon (i) the Debtor, (ii) the Office of the United States Trustee, (iii) counsel for the Committee, and (iv) all entities which have filed and served requests for notices in this case. Mestek submits that under the circumstances no other or further notice need be given.

12. Mestek further submits that no prior request for the relief requested herein has been made.

WHEREFORE, Mestek respectfully requests that this Court enter an Order (i) approving the Stipulation; and (ii) granting such other and further relief as this Court deems just and proper.

Dated: May 12, 2004

GREENBERG TRAURIG, LLP

By: 
Scott D. Cousins (No. 3079)
Victoria Watson Counihan (No. 3488)
The Brandywine Building
1000 West Street; Suite 1540
Wilmington, DE 19801
Telephone: (302) 661-7000
Facsimile: (302) 661-7360

- and -

GREENBERG TRAURIG, LLP
Francis A. Citera, IL ARDC #6185263
Nancy A. Peterman, IL ARDC #6208120
77 West Wacker Drive; Suite 2500
Chicago, Illinois 60601
Telephone: (312) 456-8400
Facsimile: (312) 456-8435

Counsel for Mestek, Inc.