

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

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| In re: |) | Chapter 11 |
| |) | |
| Met-Coil Systems Corporation, |) | Case No. 03-12676 (MFW) |
| |) | |
| Debtor. |) | Obj. Date: June 15, 2004 @ 4:00p.m. |
| |) | Hearing Date: June 22, 2004 @ 10:30a.m. |

**NOTICE OF (A) FILING OF SECOND AMENDED DISCLOSURE STATEMENT
AND FIRST AMENDED PLAN OF REORGANIZATION, (B) OBJECTION
DEADLINE WITH REGARD TO ADEQUACY OF THE SECOND AMENDED
DISCLOSURE STATEMENT AND (C) THE DISCLOSURE STATEMENT
HEARING**

PLEASE TAKE NOTICE THAT, on May 26, 2004, Met-Coil Systems Corporation and thereby its divisions, The Lockformer Company and Iowa Precision Industries, Inc. (collectively, the "Debtor"), filed the **Second Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code** (as it may be amended, the "Second Amended Disclosure Statement"), attached as Exhibit A to which is the **First Amended Chapter 11 Plan of Reorganization Proposed by Met-Coil Systems Corporation and Mestek, Inc. dated May 26, 2004** (as it may be amended, the "First Amended Plan").

PLEASE TAKE FURTHER NOTICE THAT copies of the Second Amended Disclosure Statement and First Amended Plan are available upon request from **Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz, Ltd., Attn. Kathryn Pamerter, 55 East Monroe Street, Suite 3700, Chicago, Illinois 60603, (312) 201-4000** or **Morris Nichols, Arsht & Tunnell, Attn. Daniel Butz, 1201 North Market Street, Wilmington, Delaware 19899-1347, (302) 658-9200**. Furthermore, the Second Amended Disclosure Statement and the First Amended Plan may be downloaded from the Bankruptcy Court website at <http://www.deb.uscourts.gov> or the Debtor's claims agent's website www.bmccorp.net/metcoil. You were previously served with a copy of the First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code (the "First Amended Disclosure Statement"), attached to which as Exhibit A is the First Amended Plan. The only change made to the First Amended Disclosure Statement concerns an insurance discussion, a copy of which is attached hereto as Exhibit 1.

PLEASE TAKE FURTHER NOTICE THAT pursuant to Court order, attached hereto as Exhibit 1 is a redlined copy of Section IX.A.3 of the Second Amended Disclosure Statement entitled "Pending Insurance Actions" showing changes made in the Second Amended Disclosure Statement from the First Amended Disclosure Statement.

PLEASE TAKE FURTHER NOTICE THAT a hearing on the adequacy of the Second Amended Disclosure Statement under § 1125 of the Bankruptcy Code, 11 U.S.C.

§§ 101-1330 (the "Bankruptcy Code"), has been scheduled to be held before the Honorable Mary F. Walrath, United States Bankruptcy Court, at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19899 on **June 22, 2004 at 10:30 a.m. (Eastern Time)** (the "Disclosure Statement Hearing").

PLEASE TAKE FURTHER NOTICE THAT objections to the Second Amended Disclosure Statement, if any, must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of the party; (c) state with particularity the legal and factual basis and nature of any objection; (d) comply with the Federal Rules of Bankruptcy Procedure; (e) provide a specific reference to the text of the Second Amended Disclosure Statement to which the objection is made and provide proposed language changes or insertions into the text of the Second Amended Disclosure Statement to resolve such Objection(s); and (f) on or before **June 15, 2004 at 4:00 p.m. (Eastern Time)** (the "**Response Deadline**"), be filed with the Court at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Wilmington, Delaware 19899 and served so that they are received on or before the Response Deadline by (i) counsel to the Debtor, Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz, Ltd., Attn: Kathryn Pamerter, Esq., 55 East Monroe Street, Suite 3700, Chicago, Illinois 60603, Fax: (312) 332-2196 and Morris, Nichols, Arsht & Tunnell, Attn: Daniel Butz, Esq., 1201 North Market Street, Wilmington, Delaware 19899-1347, Fax: (302) 658-6235, (ii) counsel to the Official Committee of Unsecured Creditors, Klehr, Harrison, Harvey, Branzburg & Ellers, LLP, Attn: Richard Beck, Esq., 260 South Broad Street, Philadelphia, Pennsylvania 19102, Fax: (215) 568-6603, (iii) counsel to Mestek, Inc., Greenberg Traurig, LLP, Attn: Nancy Peterman, Esq., 77 West Wacker Drive, Suite 2500, Chicago, Illinois 60601, Fax: (312) 456-8435 and Greenberg Traurig, LLP, Attn: Scott Cousins, Esq., The Brandywine Building, 1000 West Street, Suite 1540, Wilmington, Delaware 19801, (iv) counsel for the Legal Representative, Young Conaway Stargatt & Taylor, LLP, the Brandywine Building, 1000 West Street, 17th Floor, Wilmington, DE 19801, Attn: James L. Patton, Jr., Esquire, and (v) the Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Suite 2313, Lockbox 35, Wilmington, Delaware 19801, Fax: (302) 573-6497, Attn: Margaret Harrison, Esq.

PLEASE TAKE FURTHER NOTICE that parties that filed objections on or before December 3, 2003 to the original Disclosure Statement dated November 5, 2003 will need to re-file their objections as objections to the Second Amended Disclosure Statement or otherwise file a statement that such party intends to pursue its objection(s) to the original Amended Disclosure Statement.

PLEASE TAKE FURTHER NOTICE that parties-in-interest are encouraged to contact counsel for the Debtor set forth above with any proposed modifications about the Second Amended Disclosure Statement in advance of the Response Deadline.

PLEASE TAKE FURTHER NOTICE THAT THIS NOTICE IS NOT A SOLICITATION OF VOTES TO ACCEPT OR REJECT THE PLAN. VOTES ON THE

PLAN MAY NOT BE SOLICITED UNLESS AND UNTIL THE DISCLOSURE STATEMENT IS APPROVED BY AN ORDER OF THE COURT.

PLEASE TAKE FURTHER NOTICE THAT if you fail to respond in accordance with this Notice, the Court may grant the relief requested by the Debtor and Mestek, as co-proponents to the Second Amended Disclosure Statement without further notice or hearing, and the Disclosure Statement Hearing may be continued from time to time without further notice other than the announcement of the adjourned date(s) at the Disclosure Statement Hearing or any continued hearing.

Dated: May 26, 2004

**GOLDBERG, KOHN, BELL, BLACK,
ROSENBLOOM & MORITZ, LTD.**

/s/ Ronald Barliant

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