

## **EXHIBIT A**

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

In re:	)	Chapter 11
	)	
MET-COIL SYSTEMS	)	Case No. 03-12676 (MFW)
CORPORATION,	)	
	)	
Debtor.	)	

**STIPULATION REGARDING NOTICE OF WITHDRAWAL  
OF CLAIM NO. 245 WITH PREJUDICE**

WHEREAS, on August 26, 2003, Met-Coil Systems Corporation, debtor and debtor-in-possession, in the above-captioned case (the "**Debtor**"), filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code;

WHEREAS, on November 14, 2003, Oxford Machinery Sales Corp. ("Oxford") filed a proof of claim against the Debtor in an unliquidated amount ("Claim No. 245"), arising from the suit captioned New England H.V.A.C. Services, Corporation v. Lockformer Corp., Inc. (Case No. HUD. L. 2592-03) (the "**Litigation**"), to which Oxford was a co-defendant and cross-claimant;

WHEREAS, the Debtor objected to Claim No. 245 in its Second Omnibus Objection (Substantive) to Certain Claims Pursuant to Section 502 of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and Rule 3007-1 of the Local Rules of Bankruptcy Procedure (the "**Second Objection**");

WHEREAS, Oxford has been dismissed from the Litigation with prejudice;

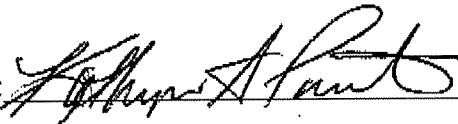
WHEREAS, as a result of the dismissal from the Litigation, Oxford has no claim against the Debtor;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between the Debtor and Oxford as follows:

1. Oxford withdraws with prejudice Claim No. 245 against the Debtor.
2. The Debtor and Oxford are responsible for their own attorneys' fees, expenses and costs related to or associated with Claim No. 245 and the Litigation.

Dated: May \_\_, 2004

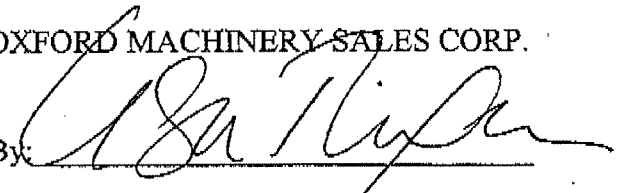
MET-COIL SYSTEMS CORPORATION

By: 

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ROSENBLUM & MORITZ, LTD.  
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Attorneys for the Debtor and  
Debtor in Possession

OXFORD MACHINERY SALES CORP.

By: 

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Attorney for Oxford Machinery Sales Corp.

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: )  
 )  
MET-COIL SYSTEMS CORPORATION, ) Chapter 11  
 )  
Debtor. ) Case No. 03-12676 (MJW)  
 )

**STIPULATION REGARDING DEBTOR'S OBJECTION TO CLAIM NO. 274  
(MIDCO ELECTRIC SUPPLY)**

WHEREAS, on August 26, 2003, Met-Coil Systems Corporation, debtor and debtor in possession in the above captioned case (the "Debtor"), filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code;

WHEREAS, on December 11, 2003, Midco Electric Supply ("Midco") filed its proof of claim against the Debtor in the amount of \$1,932.82 ("Claim No. 274");

WHEREAS, the Debtor objected to Claim No. 274 in its Fourth Omnibus Objection (Non-Substantive) to Certain Claims Pursuant to Section 502 of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and Rule 3007-1 of the Local Rules of Bankruptcy Procedure, on the basis that Claim No. 274 was late-filed;

WHEREAS, Midco contests its late-filed status;

WHEREAS, the Debtor and Midco desire to resolve their dispute;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between the Debtor and Midco as follows:

1. The objection to Claim No. 274 on the basis that it was late-filed is withdrawn with prejudice. The Debtor reserves its other rights with respect to Claim No. 274.


2. This Stipulation may be executed in counterparts, each of which shall be deemed an original, but together shall constitute one in the same instrument.

Dated: April 13, 2004

MET-COIL SYSTEMS  
CORPORATION

MIDCO ELECTRIC SUPPLY

By:   
GOLDBERG KOHN BELL BLACK  
ROSENBLUM & MORITZ, LTD.

By:   
Its: President

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Counsel for Met-Coil Systems  
Corporation, the Debtor and  
Debtor in Possession

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

In re:	)	
	)	
MET-COIL SYSTEMS CORPORATION,	)	Chapter 11
	)	
Debtor,	)	Case No. 03-12676 (MIW)
	)	

**STIPULATION REGARDING DEBTOR'S OBJECTION TO CLAIM NO. 294  
(IOWA FLUID POWER INC.)**

WHEREAS, on August 26, 2003, Met-Coil Systems Corporation, debtor and debtor in possession in the above captioned case (the "Debtor"), filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code;

WHEREAS, on January 27, 2004, Iowa Fluid Power Inc. ("Iowa Fluid") filed its proof of claim against the Debtor in the amount of \$26,491.82 ("Claim No. 294");

WHEREAS, the Debtor objected to Claim No. 294 in its Fourth Omnibus Objection (Non-Substantive) to Certain Claims Pursuant to Section 502 of the Bankruptcy Code, Rule 3007 of the Federal Rules of Bankruptcy Procedure and Rule 3007-1 of the Local Rules of Bankruptcy Procedure, on the basis that Claim No. 294 was late-filed;

WHEREAS, Iowa Fluid contests its late-filed status;

WHEREAS, the Debtor and Iowa Fluid desire to resolve their dispute;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between the Debtor and Iowa Fluid as follows:

1. The objection to Claim No. 294 on the basis that it was late-filed is withdrawn with prejudice. The Debtor reserves its other rights with respect to Claim No. 294.

2. This Stipulation may be executed in counterparts, each of which shall be deemed an original, but together shall constitute one in the same instrument.

Dated: April \_\_, 2004

MET-COIL SYSTEMS CORPORATION

IOWA FLUID POWER INC.

By: Kathryn A. Pamerter  
GOLDBERG KOHN BELL BLACK  
ROSENBLUM & MORITZ, LTD.

By: Don Kaas  
Its: PRESIDENT

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