

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

In re:)	Chapter 11
)	
MET-COIL SYSTEMS CORPORATION,)	Case No. 03-12676
)	
Debtor.)	Obj. Deadline: June 15, 2004 at 4:00pm (EDT)
)	Hearing Date: June 22, 2004 at 10:30am (EDT)
)	

**DEBTOR'S SUPPLEMENTAL MOTION TO SOLICITATION MOTION SEEKING
APPROVAL OF NOTICE TO CONVENIENCE CLASS CREDITORS [Re: D.I. 284]**

Met-Coil Systems Corporation, as debtor and debtor-in-possession (the "Debtor"), hereby supplements its Motion For An Order Approving (A) The Form Of Solicitation Materials And Ballots, (B) Procedures For Solicitation And Tabulation Of Votes To Accept Or Reject Proposed Plan Of Reorganization, (C) Voting Deadline And Record Date And (D) The Date And Time For The Filing Of Objections To, And The Hearing On, Confirmation Of The Plan (the "Solicitation Motion") (D.I. 284), filed herein on November 21, 2003, in that it asks for relief supplemental to the relief requested in the Solicitation Motion.¹ Through this Motion, the Debtor hereby moves the Court to approve and authorize the Debtor to serve on certain creditors the form of notice attached hereto as Exhibit A in lieu of the Disclosure Statement and exhibits attached thereto (as defined below). In support of this motion, the Debtor states as follows:

Introduction

1. On August 26, 2003 (the "Petition Date"), the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code (the "Case"). The Debtor is

¹ Unless otherwise defined herein, all capitalized terms have the meanings ascribed to them in the Solicitation Motion.

operating its business as a debtor in possession pursuant to §§ 1107 and 1108 of the Bankruptcy Code.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. The statutory predicate for the relief sought herein is § 1126 of the Bankruptcy Code, as supplemented by Bankruptcy Rule 3017.

4. On November 21, 2003, the Debtor filed the Solicitation Motion requesting, among other things, approval of Solicitation Materials to be sent to creditors so as to solicit their acceptances or rejections of the Debtor's Plan (as defined below). The hearing on the Solicitation Motion has been continued to June 22, 2004.

5. On May 26, 2004, the Debtor filed its Second Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the First Amended Chapter 11 Plan of Reorganization Proposed by Met-Coil Systems Corporation and Mestek, Inc., as Co-Proponents (as it may be amended or supplemented from time to time, the "Disclosure Statement"). The hearing on the Disclosure Statement is scheduled on June 22, 2004.

6. The Debtor filed as Exhibit A to the Disclosure Statement, its First Amended Chapter 11 Plan of Reorganization, proposed by Met-Coil Systems Corporation and Mestek, Inc., as Co-Proponents, dated May 20, 2004 (as it may be amended or supplemented from time to time, the "Plan").

Statutory Basis for Relief

7. Section 1125(c) of the Bankruptcy Code provides that, "the same disclosure statement shall be transmitted to each holder of a claim or interest of a particular class,

but there may be transmitted different disclosure statements, differing in amount, detail, or kind of information, as between classes." 11 U.S.C. § 1125(c).

Grounds for Relief

8. The Plan provides for a class of creditors holding claims of \$10,000 or less (the "Convenience Class Creditors"), to be paid 100% (without interest) of their allowed claims in cash on the first distribution date under the Plan. Because of their treatment under the Plan, it is unlikely that the Convenience Class Creditors will need or want the extensive information contained in the Disclosure Statement. Indeed, because these creditors have such small claims, they are actually more likely to read a short notice than a lengthy disclosure statement, and more likely to vote on the Plan if they are not burdened with voluminous documents. Moreover, there are approximately 370 Convenience Class Creditors. Sending all of them copies of the Disclosure Statement, including all of the exhibits, as compared to providing them with a short notice containing the most important information they are likely to require, would impose a substantial, unnecessary expense to the estate. As the proposed form of notice states, however, the Debtor will transmit a copy of the Disclosure Statement to any Convenience Class Creditor who requests one.

9. In the interests of economy and fairness, the Debtor requests that the Court authorize it to send to the Convenience Class Creditors, the "Class 4.1 Summary Disclosure Statement and Solicitation of Acceptances of the First Amended Chapter 11 Plan of Reorganization Of Met-Coil Systems Corporation," a copy of which is attached hereto as Exhibit A. The Debtor further requests that this Court determine that the Summary Disclosure Statement is adequate under § 1125(b) and (c) of the Bankruptcy Code.

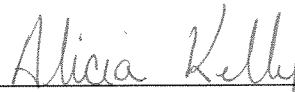
Notice

Notice of this Motion has been given to: (a) the United States Trustee; (b) counsel to (i) the Committee, (ii) Mestek, Inc and (iii) the Legal Representative; and (c) all persons and entities requesting notice pursuant to Bankruptcy Rule 2002. In light of the relief requested herein, the Debtor submits that no other or further notice need be given.

WHEREFORE, the Debtor respectfully requests that this Court enter an Order: (a) approving the relief requested in this Motion; (b) approving the form of Summary Disclosure Statement attached as Exhibit A (c) authorizing the Debtor to transmit the Summary Disclosure Statement attached as Exhibit A to Convenience Class Creditors; and (d) granting such other and further relief as this Court deems proper.²

Dated: June 4, 2004

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² The Debtor will incorporate the relief requested in this motion in the form of order corresponding to the Solicitation Motion, an amended version of which is to be filed on or about June 15, 2004.