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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re : Chapter 11  
Oldco M Corporation :  
(f/k/a Metaldyne Corporation), *et al.*, : Case No. 09-13412 (MG)  
Debtors. : (Jointly Administered)  
-----X

**MOTION OF DEBTORS AND  
DEBTORS IN POSSESSION FOR AN ORDER  
ALLOWING DEBTORS' MEMORANDUM OF LAW IN SUPPORT  
OF CONFIRMATION OF SECOND AMENDED JOINT PLAN OF LIQUIDATION  
OF DEBTORS AND DEBTORS IN POSSESSION TO EXCEED TWENTY-FIVE PAGES**

TO THE HONORABLE MARTIN GLENN,  
UNITED STATES BANKRUPTCY JUDGE:

Oldco M Corporation (f/k/a Metaldyne Corporation) and 30 of its domestic direct and indirect subsidiaries, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent as follows:

**Background**

1. On May 27, 2009 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). By an order entered on May 29, 2009, the Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession, pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On June 4, 2009, the United States Trustee appointed, pursuant to section 1102 of the Bankruptcy Code, an official committee of unsecured creditors (Docket No. 129) (the "Creditors' Committee").

3. On January 11, 2010, the Debtors filed the Second Amended Joint Plan of Liquidation of Debtors and Debtors in Possession (Docket No. 1180) (as it may be amended or supplemented, the "Plan"). A hearing to consider Confirmation of the Plan is scheduled to commence on February 23, 2010.

4. In relation to the relief requested herein, the Debtors will shortly file a brief (the "Confirmation Brief")<sup>1</sup> in support of Confirmation of the Plan.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Confirmation Brief or the Plan.

### **Jurisdiction**

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

### **Relief Requested**

6. By this Motion, the Debtors request entry of an order allowing the Confirmation Brief to exceed the 25-page limit (the "Page Limit") for all memoranda of law provided in the Court's administrative order establishing case management and scheduling procedures (Docket No. 133) (the "Case Management Order").

### **Grounds Exists to Exceed the Twenty-Five Page Limit**

7. Because of the complex and detailed nature of the requirements that must be met in order for the Court to approve the Confirmation of the Plan, grounds exist to allow the Confirmation Brief to exceed the Page Limit. The Confirmation Brief will address, among other things, (a) each of the 16 requirements of section 1129(a) of the Bankruptcy Code, including (i) the requirements of section 1122 of the Bankruptcy Code, (ii) the seven requirements of section 1123(a) of the Bankruptcy Code, (iii) the six requirements of section 1123(b) of the Bankruptcy Code and (iv) the requirements of section 1123(d) of the Bankruptcy Code, (b) the requirements of section 1129(b) of the Bankruptcy Code and (c) certain other issues relevant to Confirmation of the Plan including (i) the assumption and assignment or rejection of executory contracts and unexpired leases, (ii) the release and exculpation provisions in the Plan and (iii) the substantive consolidation of the Debtors.

8. As result, although the Debtors have made every effort to be concise in addressing these matters, the Confirmation Brief is certain to exceed the Page Limit.

9. For the reasons described above, the Debtors believe that allowing the Confirmation Brief to exceed the Page Limit is warranted under these circumstances.

**No Prior Request**

10. No prior request for the relief sought in this Motion has been made to this or any other Court.

WHEREFORE, the Debtors respectfully request that the Court (a) enter an order substantially in the form attached hereto as Exhibit 1, granting the relief requested herein; and (b) grant such other and further relief to the Debtors as the Court may deem proper.

Dated: February 18, 2010  
New York, New York

Respectfully submitted,

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ATTORNEYS FOR DEBTORS AND  
DEBTORS IN POSSESSION

**EXHIBIT 1**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re : Chapter 11  
Oldco M Corporation :  
(f/k/a Metaldyne Corporation), *et al.*, : Case No. 09-13412 (MG)  
Debtors. : (Jointly Administered)  
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**ORDER ALLOWING DEBTORS' MEMORANDUM OF LAW IN SUPPORT  
OF CONFIRMATION OF SECOND AMENDED JOINT PLAN OF LIQUIDATION  
OF DEBTORS AND DEBTORS IN POSSESSION TO EXCEED TWENTY-FIVE PAGES**

This matter coming before the Court on the Motion of Debtors and Debtors in Possession for an Order Allowing Debtors' Memorandum of Law in Support of Confirmation of Second Amended Joint Plan of Liquidation of Debtors and Debtors in Possession to Exceed Twenty-Five Pages (the "Motion"),<sup>1</sup> filed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"); the Court having reviewed the Motion; and the Court having found that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b) and (c) notice of the Motion was sufficient under the circumstances; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

2. The Confirmation Brief may exceed the Page Limit set forth in the Case Management Order.

Dated: New York, New York  
\_\_\_\_\_, 2010

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UNITED STATES BANKRUPTCY JUDGE