

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF ALABAMA**

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<b>In re:</b>	)	
	)	<b>Chapter 11</b>
<b>MOBILE PULLEY, L.L.C.,</b>	)	
	)	<b>Case No. 02-15612 (MAM)</b>
<b>Debtor.</b>	)	

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**DEBTOR'S MOTION FOR AN ORDER ESTABLISHING A BAR DATE FOR FILING  
PROOFS OF CLAIM AND APPROVING THE MANNER AND NOTICE THEREOF**

Mobile Pulley, L.L.C., as debtor and debtor in possession (the "Debtor") in the above captioned case, hereby moves (the "Motion") this Court for entry of an order (i) establishing December 31, 2002, at 5:00 p.m. Central Standard Time ("C.S.T.") (the "Bar Date") as the last date and time by which all creditors of the Debtor must file a proof of claim in the chapter 11 case; and (ii) approving the proposed form and manner of notice of the Bar Date. In support of this Motion, the Debtor respectfully represents as follows:

**Background**

1. On September 25, 2002 ("the Petition Date"), the Debtor filed a voluntary petition for relief under chapter 11 of the United States Bankruptcy Code. The Debtor is continuing to operate its business and manage its assets as debtor in possession pursuant to 11 U.S.C. §§ 1107(a) and 1108. No request has been made for the appointment of a trustee or examiner and no official committee of creditors has been established in this case.

**Relief Requested**

2. The Debtor respectfully requests entry of an order pursuant to Bankruptcy Rule 3003(c)(3) fixing December 31, 2002 at 5:00 p.m. C.S.T. as the final date and time by which proofs of claim must be filed, and approving the Debtor's proposed form and manner of notice of the Bar Date.

### **Basis for Establishment of the Bar Date**

3. On October 4, 2002, the Debtor filed its Statement of Financial Affairs, Schedules of Assets and Liabilities and Schedules of Executory Contracts and Unexpired Leases (the "Debtor's Schedules"). Bankruptcy Rule 3003(c)(2) provides that any creditor whose claim is not scheduled or whose claim is scheduled as disputed, contingent, or unliquidated must file a proof of claim.

4. Bankruptcy Rule 3003(c)(3) provides: "[t]he court shall fix and for cause shown may extend the time by within which proofs of claim or interest may be filed." FED. R. BANKR. P. 3003(c)(3). Accordingly, the Debtor requests that the Court establish December 31, 2002, at 5:00 p.m. C.S.T. as the last date and time by which proofs of claim must be filed. Based on the notice procedures set forth below, the Debtor believes that such date will give all creditors ample opportunity to prepare and timely file proofs of claims.

5. The Debtor proposes that each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust, and governmental unit) that asserts a claim, as that term is defined in Bankruptcy Code section 101(5), against the Debtor that arose before the Commencement Date, must file an original, written proof of claim that substantially conforms to the Proof of Claim (defined below) or Official Form No. 10 so as to be actually received on or before the Bar Date by the Debtor. Proofs of claims sent by facsimile or telecopy will not be accepted. The Debtor requests that the Court order that all such proofs of claims be deemed timely filed only if **actually received** by the Debtor on or before the Bar Date at the following address:

Bankruptcy Management Corporation  
Attn: Mobile Pulley Claims Agent  
P.O. Box 934  
El Segundo, CA 90245-0934

6. The Debtor proposes that the following persons or entities are **not** required to file a proof of claim before the Bar Date:

- (a) Any person or entity that has already properly filed, with the Clerk of the United States Bankruptcy Court for the Southern District of Alabama, a proof of claim against the Debtor utilizing a claim form substantially in conformity with Official Form No. 10;
- (b) Any person or entity (i) whose claim is listed on the Debtor's schedules; (ii) whose claim is not listed as "disputed," "contingent," or "unliquidated," and (iii) who does not dispute the amount or nature of the claim for such person or entity as set forth in the Debtor's Schedules;
- (c) Any person having a claim under section 507(a) and section 503 of the Bankruptcy Code as an administrative expense of the Debtor's chapter 11 case; and
- (d) Any person or entity that holds a claim that has been allowed by an order of this Court entered on or before the Bar Date.

7. The Debtor proposes that any person or entity that holds a claim that arises from the rejection of an executory contract or unexpired lease on or before November 30, 2002 must, if no earlier or other deadline is fixed in the rejection order or notice relating to such rejection, file a proof of claim based on such rejection on or before the Bar Date. Any person or entity that holds a claim that arises from the rejection of an executory contract or unexpired lease as to which the order authorizing such rejection is dated after November 30, 2002 must file a proof of claim on or before such date as the Court may fix in the applicable rejection order.

8. Bankruptcy Rule 3003(c)(3) grants the Bankruptcy Court sole discretion to select a claims bar date which will further the sound administration and the equitable resolution of bankruptcy matters. In re Hooker Investments, Inc., 122 B.R. 659 (Bankr. S.D.N.Y. 1991). The bar date establishes the world of claimants entitled to participate in the Debtor's case and the definitive cut-off date past which claims cannot be filed. United States v. Jones, 2000 WL 1175717, at \*2 (W.D. Mich. June 28, 2000).

9. "Policy considerations strongly support the necessity of a bar date in bankruptcy reorganizations." In re Zimmerman, 156 B.R. 192, 199 (W.D. Mich. 1993). Setting a deadline for filings proofs of claims and interests asserted by all parties and barring claims and interests filed beyond the Bar Date is necessary to quantify the aggregate dollar amount of claims outstanding against the Debtor to enable the plan to be properly and quickly administered. Id. ("A bar date is necessary so that a reorganization plan may more easily be formulated.").

10. Establishment of the Bar Date is consistent with the common goal of the Debtor and its creditors that this case proceed as rapidly as possible. Id. (noting that the purpose of the bar date is to "provide the debtor and its creditors with finality" and to "insure the swift distribution of the bankruptcy estate") (quotation omitted); see also In re Ohio Movers & Storage, Inc., 118 B.R. 533, 534 (N.D. Ohio 1990) (same).

11. The proposed Bar Date will allow the Debtor to commence the claims resolution process as soon as the plan is confirmed which in turn will allow the Debtor to make its distributions to unsecured creditors without significant holdbacks.

#### **Form of Proof of Claim**

12. The Debtor has prepared a proof of claim form tailored to conform to the size and complexity of this case, a copy of which is attached hereto as Exhibit A (the "Proof of Claim Form"). The proposed Proof of Claim Form substantially conforms with Official Form No. 10.

The Debtor requests that the Court approve the Proof of Claim Form and the modifications contained therein.

13. Pursuant to Bankruptcy Rule 3003(c)(2), the Debtor proposes that any holder of a claim against the Debtor who is required, but fails, to file a proof of claim in accordance with the Bar Date order on or before the Bar Date shall be forever barred, estopped,

and enjoined from asserting such claim against the Debtor (or filing a proof of claim with respect thereto), and the Debtor and its property shall be forever discharged from any and all indebtedness or liability with respect to such claim, and such holder shall not be permitted to vote or accept or reject any chapter 11 plan or participate in any distribution in the Debtor's chapter 11 case on account of such claim or to receive further notices regarding such claim.

**Notice of the Bar Date**

14. Pursuant to Bankruptcy Rule 2002(a)(7), the Debtor proposes to mail a Bar Date notice, substantially in the form of notice attached hereto as Exhibit B (the "Bar Date Notice") and a Proof of Claim Form to:

- (a) The Bankruptcy Administrator for the Southern District of Alabama;
- (b) All parties listed on the Debtor's master mailing matrix, which includes all known holders of claims listed on the Debtor's Schedules at the addresses stated therein and its counsel (if known);
- (c) All state and local taxing authorities for the jurisdiction in which the Debtor conducted its businesses;
- (d) Parties to any litigation that was pending as of the Commencement Date and any party that has filed a motion to lift the automatic stay;
- (e) All persons and entities requesting notice pursuant to Bankruptcy Rule 2002 as of the entry of the order approving this Motion.

15. Under the Debtor's proposal, creditors and potential creditors would receive approximately 35 days notice, which is more notice of the Bar Date than the 20 days notice required by Bankruptcy Rule 2002(a)(7). Given the 35-day notice period contemplated by the Debtor, creditors would have more than sufficient notice, time and opportunity to file proofs of claim.

16. In addition to serving the Bar Date Notice and Proof of Claim Form on the entities listed above, the Debtor proposes to give notice by publication to unknown creditors in

accordance with Bankruptcy Rule 9008, by publishing notice of the Bar Date, substantially in the form of the Bar Date Notice (the "Publication Notice"), once at least thirty (30) days before the Bar Date in the local newspaper in Mobile, Alabama where the Debtor has conducted business.

17. The Bar Date Notice and the Publication Notice will: (i) advise creditors whether they must file a proof of claim under Bankruptcy Rules 3002(a) and 3003(c)(2); (ii) alert such creditors to the consequences of failing to timely file a proof of claim as set forth in Bankruptcy Rule 3003(c)(2); (iii) specify the form to be used in filing a proof of claim; (iv) set forth the Bar Date; (v) set forth the address to which proofs of claim must be sent for filing; and (vi) notify such creditors that proofs of claim must be filed with original signatures and not by facsimile.

18. The Debtor submits, therefore, that the Bar Date Notice and the Publication Notice will provide creditors with sufficient information to timely file a properly prepared and executed proof of claim and request that the proposed procedures regarding the Bar Date and Publication Notice be deemed good, adequate and sufficient publication notice.

#### **Notice**

19. Notice of this Motion has been given to (a) the Bankruptcy Administrator, (b) counsel for the Debtor's Pre-Petition Lender, (c) the Debtor's twenty largest unsecured creditors and (d) those persons who have requested notice pursuant to Federal Rule of Bankruptcy Procedure 2002. The Debtor submits that, in light of the nature of the relief requested, no further notice need be given.

20. No prior request for the relief requested herein has been made to this or any other Court.

WHEREFORE, the Debtor respectfully requests that the Court enter an Order granting the relief requested herein and for such further relief as is just and proper.

Mobile, Alabama

Respectfully submitted,

Dated: October 31, 2002

**Kirk A. Kennedy**

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KIRKLAND & ELLIS

James H.M. Sprayregen, P.C.

Kirk A. Kennedy

200 East Randolph Drive

Chicago, IL 60601

Telephone: (312) 861-2000

Facsimile: (312) 861-2200

Proposed Counsel to the Debtor and Debtor in Possession

**EXHIBIT A**

Claim Form



United States Bankruptcy Court Southern District of Alabama		<b>PROOF OF CLAIM</b>
Name of Debtor Mobile Pulley, L.L.C.	Case Number 02-15612 (MAM)	This space for court use only
<b>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503</b>		
Name of Creditor (The person or other entity to whom the debtor owes money or property):	<input type="checkbox"/> Check box If you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.	
Name and address where notices should be sent:	<input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Telephone number:		
Account or other number by which creditor identifies debtor:	Check here if this claim <input type="checkbox"/> amends <input type="checkbox"/> replaces a previously filed claim dated: _____	
<b>1. Basis for Claim</b>		
<input type="checkbox"/> Goods sold	<input type="checkbox"/> Services performed	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114 (a)
<input type="checkbox"/> Money loaned	<input type="checkbox"/> Personal injury/wrongful death	<input type="checkbox"/> Wages, salaries, and compensation (Fill out below) Your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)
<input type="checkbox"/> Taxes	<input type="checkbox"/> Other	
<b>2. Date debt was incurred:</b>		<b>3. If court judgment, date obtained:</b>
<b>4. Total Amount of Claim at Time Case Filed:</b> \$ _____ If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.		
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
<b>5. Secured Claim.</b>		<b>6. Unsecured Priority Claim.</b>
<input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff).  Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other  Value of Collateral: \$ _____  Amount of arrearage and other charges <u>at time case filed</u> included in secured claim above, if any \$ _____		<input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4650),* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier-11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan-11 U.S.C. §507(a)(4). <input type="checkbox"/> Up to \$2,100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use-11 U.S.C. § 507 (a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child- 11 U.S.C. §507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units- 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other--Specify applicable paragraph of 11 U.S.C. § 507(a) (____). *Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
<b>7. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. <b>8. Supporting Documents:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. <b>9. Date -Stamped Copy:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		This Space Is for Court Use Only
Date:	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):	

*Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§152 and 3571.*

**U.S. BANKRUPTCY COURT SOUTHERN DISTRICT OF ALABAMA  
INSTRUCTIONS FOR COMPLETING CLAIM FORM**

*The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to the general rules.*

— DEFINITIONS —

<p><b>DEBTOR</b> The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.</p> <p><b>CREDITOR</b> A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.</p> <p><b>PROOF OF CLAIM</b> A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the clerk of the bankruptcy court where the bankruptcy case was filed.</p>	<p><b>SECURED CLAIM</b> <i>A claim is a secured claim to the extent that the creditor has a lien on property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.</i></p> <p>Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before the bankruptcy case began; in some states a court judgment is a lien. In addition to the extent a creditor also owes money to the debtor (has a right of setoff), the creditors claim may be a secured claim. (See also <i>Unsecured Claim.</i>)</p>	<p><b>UNSECURED CLAIM</b> If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.</p> <p><b>UNSECURED PRIORITY CLAIM</b> Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as <i>Unsecured Nonpriority Claims.</i></p>
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**Items to be completed in Proof of Claim form (if not already filled in)**

<p><b>Court, Name of Debtor, and Case Number:</b> Fill in the name of the federal judicial district where the bankruptcy case was filed (for example, Western District of Washington), the name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the court, all of this information is near the top of the notice.</p> <p><b>Information about Creditor:</b> Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.</p> <p><b>1. Basis for Claim:</b> Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in your social security number and the dates of work for which you were not paid.</p> <p><b>2. Date Debt Incurred:</b> Fill in the date when the debt first was owed by the debtor.</p> <p><b>3. Court Judgments:</b> If you have a court judgment for this debt, state the date the court entered the judgment.</p>	<p><b>4. Total Amount of Claim at Time Case Filed</b> Fill in the amount of the entire claim. If interest or other changes in addition to the principal amount of the claim are included check the appropriate place on the form and attach an itemization of the interest and charges.</p> <p><b>5. Secured Claim:</b> Check the appropriate place if the claim is a secured claim. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured (See DEFINITIONS, above).</p> <p><b>6. Unsecured Priority Claim:</b> Check the appropriate place if you have an unsecured priority claim, and state the amount entitled to priority. (See DEFINITIONS, above). A claim may be partly priority and partly nonpriority if, for example the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.</p> <p><b>7. Credits:</b> By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.</p> <p><b>8. Supporting Documents:</b> You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available you must attach an explanation of why they are not available.</p>
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**RETURN CLAIM FORM (WITH ATTACHMENTS, IF ANY) TO:  
BANKRUPTCY MANAGEMENT CORPORATION  
ATTN: MOBILE PULLEY CLAIMS AGENT  
P.O. BOX 934  
EL SEGUNDO, CA 90245-0934**

**EXHIBIT B**

Bar Date Notice

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF ALABAMA**

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<b>In re:</b>	)	
	)	<b>Chapter 11</b>
<b>MOBILE PULLEY, L.L.C.,</b>	)	
	)	<b>Case No. 02-15612 (MAM)</b>
<b>Debtor.</b>	)	

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**NOTICE OF DEADLINE FOR THE  
FILING OF PROOFS OF CLAIM**

**TO: ALL CREDITORS OF THE DEBTOR AND DEBTOR IN POSSESSION:**

PLEASE TAKE NOTICE that on September 25, 2002 (the "Petition Date"), the debtor and debtor in possession (the "Debtor") filed its voluntary petition for relief under chapter 11 of title 11 of the United States Code (as amended, the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of Alabama (the "Court"). The Debtor is operating its business and managing its properties as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

Pursuant to order of the Court, all persons and entities, including, without limitation, individuals, partnerships, corporations, governmental units, estates and trusts (each a "Creditor" and, collectively, the "Creditors"), holding or wishing to assert pre-petition "claims" (as defined in section 101(5) of the Bankruptcy Code) (each a "Claim" and, collectively, the "Claims") arising on and before the Petition Date against the Debtor are required to file an original, signed, completed, written proof of claim form (either the proof of claim form enclosed herewith or a proof of claim form conforming substantially to Official Bankruptcy Form No. 10) on account of each Claim such Creditors hold or wish to assert against the Debtor at or before 5:00 p.m., prevailing Central time, on December 31, 2002 (the "Bar Date").

Proofs of claim are not required to be filed by creditors holding or wishing to assert claims against the Debtor of the types set forth in clauses (a) through (d) below:

- (a) Any person or entity that has already properly filed, with the Clerk of the United States Bankruptcy Court for the Southern District of Alabama, a proof of claim against the Debtor utilizing a claim form substantially in conformity with Official Form No. 10;
- (b) Any person or entity (i) whose claim is listed on the Debtor's schedules; (ii) whose claim is not listed as "disputed," "contingent," or "unliquidated," and (iii) who does not dispute the amount or nature of the claim for such person or entity as set forth in the Debtor's Schedules;
- (c) Any person having a claim under section 507(a) and section 503 of the Bankruptcy Code as an administrative expense of the Debtor's chapter 11 case; and
- (d) Any person or entity that holds a claim that has been allowed by an order of this Court entered on or before the Bar Date.

Each proof of claim form must substantially conform to the enclosed proof of claim form or Official Bankruptcy Form No. 10, be duly executed, written in English, and set forth the Debtor's name, chapter 11 case number, and all amounts claimed therein in United States dollars. Facsimile proofs of claim will not be accepted.

A proof of claim is enclosed with this notice and may be used to file your Claim.

Each proof of claim form must be (i) filed with the Court prior to the expiration of the Bar Date or (ii) actually received by Bankruptcy Management Corporation, with original signatures and not by facsimile, prior to the expiration of the Bar Date at the following address:

If by U.S. Mail:  
Bankruptcy Management Corporation  
Attn. Mobile Pulley Claims Agent  
P.O. Box 934  
El Segundo, CA 90245-0926

If by hand or courier other than U.S. Mail:  
Bankruptcy Management Corporation  
Attn: Mobile Pulley Claims Agent  
1330 East Franklin Avenue  
El Segundo, CA 90245

**PLEASE TAKE FURTHER NOTICE THAT ANY CLAIM OF A CREDITOR FILED AFTER 5:00 P.M., PREVAILING CENTRAL TIME, ON THE BAR DATE SHALL BE SUBJECT TO (I) OBJECTION BY THE DEBTOR AND (II) DISALLOWANCE OR SUBORDINATION PURSUANT TO THE BANKRUPTCY CODE.**

The Debtor's Schedules may be examined and inspected by interested parties during regular business hours at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court, Southern District of Alabama, 201 St. Louis Street, Mobile, Alabama 36602. Creditors wishing to rely on the Schedules are responsible for determining whether its claims are accurately listed therein.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM AGAINST THE DEBTOR. YOU SHOULD CONSULT WITH YOUR OWN PROFESSIONALS TO DETERMINE WHETHER YOU HOLD A CLAIM AGAINST THE DEBTOR. YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTOR.

November \_\_\_\_, 2002

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