


UNITED STATES BANKRUPTCY COURT <u>Eastern</u> DISTRICT OF <u>Michigan</u>		PROOF OF CLAIM
Name of Debtor Oxford Automotive, Inc, et al		Case Number 04-74377
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.		
Name of Creditor (The person or other entity to whom the debtor owes money or property) Barnes & Thornburg LLP		<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. <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.
Name and address where notices should be sent c/o Richard L. Johnson & Michael K. McCrory 11 S. Meridian Street Indianapolis, IN 46204 Telephone number (317) 236-1313		
Account or other number by which creditor identifies debtor 24072-127		Check here <input type="checkbox"/> replaces a previously filed claim, dated _____ <input type="checkbox"/> amends
1 Basis for Claim <input type="checkbox"/> Goods sold <input checked="" type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____ <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of SS # _____ Unpaid compensation for services performed from _____ to _____ (date) (date)		
2 Date debt was incurred 12/2/04 to 12/10/04		3 If court judgment, date obtained
4 Total Amount of Claim at Time Case Filed \$ <u>750 08</u> (unsecured) \$ <u>1 259 92</u> (priority) \$ <u>2 000 00</u> (Total) If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 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.		
5 Secured Claim <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 at time case filed included in secured claim, if any \$ _____		7 Unsecured Priority Claim <input checked="" type="checkbox"/> Check this box if you have an unsecured priority claim. Amount entitled to priority \$ <u>1 259 92</u> Specify the priority of the claim <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,925)* 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 \$2,225* 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 checked="" type="checkbox"/> Other Specify applicable paragraph of 11 U.S.C. § 507(a)(1) _____ <small>*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>
6 Unsecured Nonpriority Claim \$ <u>750 08</u> <input checked="" type="checkbox"/> Check this box if a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or c) none or only part of your claim is entitled to priority.		THIS SPACE IS FOR COURT USE ONLY
8 Credits The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		
9 Supporting Documents 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.		
10 Date-Stamped Copy To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		FILED FEB 01 2005 BMC Oxford Automotive, Inc  <small>01695</small>
Date 1/31/05	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). <i>Paul C. Gule</i> Partner	

Debtor **Oxford Automotive, Inc , et al**
Case No **04-74377, Chapter 11 (jointly administered)**
 United States Bankruptcy Court, Eastern District of Michigan
 Southern Division

NOTICE REQUEST

Please direct any and all correspondence, pleadings, notices, and orders related to this Proof of Claim by **Barnes & Thornburg LLP**, to each of the following

Richard L Johnson
Michael K McCrory
Wendy D Brewer
BARNES & THORNBURG, LLP
11 S Meridian Street
Indianapolis, Indiana 46204
Telephone (317) 236-1313
Telecopier (317) 231-7433
richard johnson@btlaw com
michael mccrory@btlaw com
wendy brewer@btlaw com

Debtor **Oxford Automotive, Inc , et al**
Case No **04-74377, Chapter 11 (jointly administered)**
 United States Bankruptcy Court, Eastern District of Michigan
 Southern Division

ATTACHMENT TO PROOF OF CLAIM OF
BARNES & THORNBURG LLP

1 Statement of Claim

The claim of **Barnes & Thornburg LLP** (“B&T”) for **\$2,000 00** arises from the provision of legal services to Oxford Automotive, Inc (the “Debtor”)

2 Description

B&T provided legal services valued at \$2,000 00 to the Debtor between December 2, 2004 and December 10, 2004 in conjunction with the Debtor’s efforts to obtain debtor-in-possession (“DIP”) financing. A portion of the claim of B&T (\$1,259 92) arose on or after December 7, 2004 (the “Petition Date”). A copy of the invoice describing the legal services provided and the dates on which such services were provided is attached hereto as Exhibit A.

By filing this Proof of Claim, B&T does not waive its rights to seek further relief from the Bankruptcy Court for such pre-petition and post-petition invoices, including, without limitation, attorney fees, additional fees, costs, expenses, advances, assessments or charges and penalties, and any other amounts which were incurred, accrued, or arose prior to, on, or as of the Petition Date, and which are recoverable, or may be included, by B&T under the documents relating to its claim (collectively, the “Claim Documents”) and/or applicable law (collectively, the “Additional Pre-Petition Items”)

From and after the Petition Date, B&T’s claim may also include interest and late charges, attorney fees, additional fees, costs, expenses, advances, assessments, and penalties, and any other amounts recoverable by B&T or which may be included in its claim pursuant to the Claim Documents and/or applicable law and which were incurred, accrued, or arose after the Petition Date (collectively, the “Additional Post-Petition Items”)

3 Reservations of Rights and Defenses

B&T reserves the right to supplement or amend this Proof of Claim for the purpose of including specific or additional sums as Additional Pre-Petition Items, and to state a total amount that is or would be owed by the Debtor to B&T as of the effective date of any plan of reorganization or liquidation in this case, the date of any distribution or payment with respect to this claim, or any other appropriate date(s)

B&T respectfully does not necessarily consent to, and reserves the right to object to, the exercise of jurisdiction by the Bankruptcy Court over any and all aspects of, and/or any proceedings relating to any subject of, this Proof of Claim. Also, without limiting the generality of the foregoing, B&T respectfully retains and reserves any and all rights it otherwise may have to (a) object and not submit to the jurisdiction of the Bankruptcy Court for any particular purpose, matter, or proceeding, (b) seek entry of final orders in non-core matters only after a de novo review by a District Judge, (c) trial by jury on any issue so triable in any contested matter or adversary proceeding arising in or related to the Debtor's bankruptcy case, or (d) request that the District Court withdraw the reference in any matter or proceeding subject to mandatory or discretionary withdrawal. Further, B&T retains and reserves any rights, claims, actions, setoffs, or recoupments to which it is or may be entitled, in law or in equity, with respect to the Debtor or its assets in the bankruptcy case, and retains and reserves any and all rights, claims, actions, and remedies it has or may have with respect to all entities other than the Debtor.

B&T further reserves the right to amend, supplement, and/or modify this Proof of Claim (and the documents that accompany or support same) from time to time as may be necessary or appropriate to conform to, or to adapt to changes in, facts or law, determinations yet to be made in this bankruptcy case or in other proceedings, or otherwise to further the purposes of filing this Proof of Claim.

BARNES & THORNBURG LLP

11 SOUTH MERIDIAN STREET
INDIANAPOLIS INDIANA 46204 3535 U S A
E I N 35 0900596

OXFORD AUTOMOTIVE, INC
ATTN JONATHON G GORDON, ESQ
C/O DYKEMA GOSSETT, PLLC
39577 WOODWARD AVENUE, SUITE 300
BLOOMFIELD HILLS, MI 48304

January 26, 2005
Invoice No 893443

PAYABLE UPON RECEIPT

For legal services rendered in connection with
the following matter through the month of December 2004

00024072-000127

THE CIT GROUP/BUSINESS CREDIT, INC

\$2,000 00

TOTAL DUE THIS STATEMENT

\$2,000 00

Please remit payments, including a copy of this invoice to Barnes & Thornburg, Accounting Department,
11 South Meridian Street, Indianapolis, Indiana 46204 3535 U S A and include invoice number on your remittance

00024072-000127 OXFORD AUTOMOTIVE, INC
 THE CIT GROUP/BUSINESS CREDIT, INC

12/02/04 R	Johnson	Draft conflict waivers	1 00	163 89
12/06/04 J	Farmer	Review new DIP revolving credit facility documentation and Indiana Mortgages, draft Indiana opinion letter, correspondence with J Gordon regarding same	5 00	576 18
12/07/04 J	Farmer	Correspondence with J Gordon and J Weitzman regarding requested modifications to Indiana opinion letter, review modifications to DIP loan documentation	1 30	149 80
12/08/04 J	Farmer	Correspondence with J Weitzman regarding final modifications to Indiana opinion letter, draft final Indiana opinion letter modifications, prepare same for execution and coordinate delivery to CIT's and Oxford Automotive's counsel, review additional modifications to DIP loan documentation received from J Gordon	1 10	126 76
12/09/04 R	Johnson	Review loan documents	3 00	491 68
12/10/04 R	Johnson	Review loan documents	3 00	491 69

BARNES & THORNBURG LLP

11 South Meridian Street
Indianapolis, IN 46204 3535 U S A
(317) 236-1313
Fax (317) 231 7433

Sarah J Sprunger
Paralegal
(317) 231 7737
Email sarah.sprunger@btlaw.com

www.btlaw.com

January 31, 2005

Via Federal Express

Oxford Automotive, Inc , et al
c/o BMC Group, Inc
1330 E Franklin Avenue
El Segundo, CA 90245

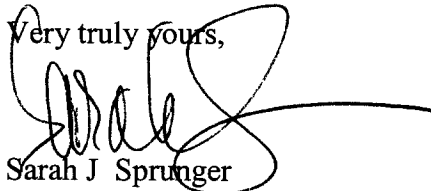
RE In Re Oxford Automotive, Inc
Case No 04-74377

Dear Claims Agent

Enclosed please find an original and 3 copies of the Proof of Claim of Barnes & Thornburg LLP for filing in accordance with the Notice of Bar Date issued by the Court in the above-referenced bankruptcy case

Please return file-marked copies of the Proof of Claim to my attention in the enclosed self-addressed envelope

If you have any questions or concerns regarding the foregoing, please do not hesitate to call

Very truly yours,

Sarah J Sprunger

Enclosures

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