

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: ) Case No. 08- 36642-DOT  
)  
CHESAPEAKE CORPORATION, *et al.*, ) Chapter 11  
)  
Debtors.<sup>1</sup> )  
)  
)  
)

**ORDER (A) ESTABLISHING BAR DATES AND (B)  
APPROVING THE FORM AND MANNER OF NOTICE OF  
COMMENCEMENT OF CASES AND NOTICE OF BAR  
DATES FOR CREDITORS TO FILE PROOFS OF CLAIM**

Upon the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors-in-possession (the “Debtors”) for the entry of an order (the “Order”): (a) establishing bar dates for Creditors (as defined herein) to file Proof of Claim Forms (as defined herein) in these chapter 11 cases; and (b) approving the form and manner of notice of commencement of cases and notice of bar dates for Creditors to file Proof of Claim Forms, the Court finds that: (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334(b); (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interest of the Debtors, their estates and creditors; (iv) proper and adequate notice of the

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Chesapeake Corporation (6880), Chesapeake Printing and Packaging Company (9208), Chesapeake Pharmaceutical Packaging Company, Inc. (0010), Chesapeake International Holding Company (1532), WTM I Company (1080), Sheffield, Inc. (6314), Chesapeake Assets Company (5293), Chesapeake Recycling Company (9383), Chesapeake Display and Packaging Company (4207), The Chesapeake Corporation of Virginia (6783), Chesapeake Corporation (Wisconsin) (7682), Chesapeake Corporation (Massachusetts) (7686), Chesapeake Corporation (D.C.) (7684), Chesapeake Corporation (Illinois) (7685), Chesapeake Corporation (Louisiana) (7681), Chesapeake Forest Products Company, LLC (6880), Cary St. Corporation (9092), Delmarva Properties, Inc. (7160), and Stonehouse Inc. (2481).

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.



Motion and the hearing thereon has been given and that no other or further notice is necessary; and (v) upon the record herein, after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein. Therefore,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is **GRANTED**.
2. Except as otherwise set forth herein, all entities (as defined in section 101(15) of the Bankruptcy Code, each, an “Entity”) holding or wishing to assert a claim (as defined in section 101(5) of the Bankruptcy Code) that arose prior to December 29, 2008 (the “Petition Date”) against any of the Debtors (collectively, the “Claims” and the holders of such Claims, collectively, the “Creditors”) are required to file a proof of such Claim, the form of which is attached hereto as Attachment 3 (the “Proof of Claim Form”), by March 30, 2009 (the “General Bar Date”).
3. The later of the General Bar Date and 30 days after a claimant is served with notice that the Debtors have amended their statements of financial affairs and schedules of assets and liabilities, current income and expenditures and executory contracts and unexpired leases as required by section 521 of the Bankruptcy Code (collectively, the “Schedules”), reducing, deleting or changing the status of a Claim in the Schedules is the bar date for filing a Proof of Claim Form with respect to such Claim (the “Amended Schedule Bar Date”).
4. Except as otherwise set forth in any order authorizing the rejection of an executory contract or unexpired lease, the latest of: (a) the General Bar Date; (b) 30 days after the date of the entry of any order authorizing the rejection of an executory contract or unexpired lease; and (c) 30 days after the effective date of the rejection of such executory contract or

unexpired lease, is the bar date by which a Proof of Claim Form relating to the Debtors' rejection of such contract or lease must be filed (the "Rejection Bar Date").

5. The bar date for all governmental units (as defined in section 101(27) of the Bankruptcy Code) to file a Proof of Claim Form in these chapter 11 cases is 180 days after the Petition Date (the "Governmental Unit Bar Date," and with the General Bar Date, the Amended Schedule Bar Date and the Rejection Bar Date, the "Bar Dates").

6. The Bar Dates apply to all Claims held or to be asserted against any Debtor (whether secured or unsecured, priority or nonpriority, contingent or noncontingent, liquidated or unliquidated or disputed or undisputed), including the following:

- a. any Claim that is listed in the Schedules as "contingent," "unliquidated," "disputed" or any combination thereof if the holder of such Claim desires to participate in any of these chapter 11 cases or share in any distribution in these chapter 11 cases on account of such Claim;
- b. any Claim that is improperly classified in the Schedules or is listed in an incorrect amount if the holder of such Claim desires to have such Claim allowed in a classification or amount other than as set forth in the Schedules;
- c. any Claim against any Debtor that is not listed in the applicable Schedules; and
- d. any Claim that is allowable under section 503(b)(9) of the Bankruptcy Code in the Debtors' chapter 11 cases.

7. Proof of Claim Forms need not be filed by any Entity holding or wishing to assert Claims against the Debtors of the types set forth in clauses (a) through (f) below:

- a. Claims listed in the Debtors' Schedules or any amendments thereto, which are not therein listed as "contingent," "unliquidated," "disputed" or any combination thereof and which are not disputed by the Creditor holding such Claim as to nature, amount or classification;
- b. Claims for which a Proof of Claim Form has already been filed with the Court;

- c. Claims previously allowed by, or paid pursuant to, an order of the Court;
- d. Claims allowable under sections 503(b) and 507(a)(1) of the Bankruptcy Code as administrative expenses of the Debtors' chapter 11 cases, with the exception of Claims allowable under section 503(b)(9) of the Bankruptcy Code;
- e. Claims made by a Debtor or any direct or indirect subsidiary of a Debtor that holds Claims against one or more of the other Debtors; and
- f. Claims made by any holder of equity securities of a Debtor solely with respect to such holder's ownership interest in or possession of such equity securities; *provided, however*, that any such holders who wish to assert a Claim against a Debtor based on transactions in the Debtor's securities, including, but not limited to, Claims for damages or rescission based on the purchase or sale of such securities, must file a Proof of Claim Form on or prior to the General Bar Date; *provided* that the Debtors reserve all rights with respect to any such Claims including, *inter alia*, to assert that such Claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code.

8. The Debtors retain the right to: (a) dispute and assert offsets or defenses against any filed Claim or any Claim listed or reflected in the Schedules as to the nature, amount, liability, classification or otherwise of such Claim and (b) subsequently designate any Claim as contingent, unliquidated or disputed.

9. Any Creditor that is required to file a Proof of Claim Form in these chapter 11 cases but that fails to do so in a timely manner is forever barred, estopped and enjoined from: (a) asserting any Claim against any Debtor that (i) is in an amount that exceeds the amount, if any, that is set forth in the Schedules as noncontingent, liquidated or undisputed or (ii) is of a different nature or in a different classification (any such Claim referred to as an "Unscheduled Claim") and (b) voting upon any chapter 11 plan or receiving distributions in these chapter 11 cases in respect of an Unscheduled Claim; and the Debtors and the Debtors' property are forever discharged from any and all indebtedness or liability with respect to such Unscheduled Claim.

10. For any Proof of Claim Form to be validly and properly filed, a signed original of the completed Proof of Claim Form, together with accompanying documentation, must be delivered to Kurtzman Carson Consultants LLC (the “Notice, Claims and Balloting Agent”) at the address set forth on the notice of the Bar Dates (the “Bar Date Notice”) so as to be received no later than 4:00 p.m. (prevailing Pacific Time) on the respective Bar Date.

11. Creditors are permitted to submit Proof of Claim Forms in person, by courier service, overnight delivery or first class U.S. mail only; facsimile and electronic mail submissions are not acceptable. Proof of Claim Forms are deemed filed when *actually received* by the Notice, Claims and Balloting Agent (not the date of the postmark). If a Creditor wishes to receive acknowledgment of receipt of such Creditor’s Proof of Claim Form, such Creditor must submit a copy of the Proof of Claim Form and a self-addressed, stamped envelope to the Notice, Claims and Balloting Agent along with the original Proof of Claim Form.

12. The form of the initial notice of the commencement of these chapter 11 cases and the meeting of creditors pursuant to section 341 of the Bankruptcy Code attached hereto as Attachment 1 (the “Initial Notice”) is approved. Such Initial Notice shall be mailed by the Notice, Claims and Balloting Agent by first class U.S. mail, postage prepaid, no later than eight business days after the date of entry of this Order, to all known Entities holding potential Claims.

13. The form of the Bar Date Notice attached hereto as Attachment 2 is approved. The Bar Date Notice shall be mailed by the Notice, Claims and Balloting Agent by first class U.S. mail, postage prepaid, as soon as practicable after the Debtors’ Schedules are filed, but in no event later than 45 days before the earliest Bar Date, to all known Creditors holding potential Claims.

14. The form of the Proof of Claim Form attached hereto as Attachment 3 is approved.

15. The Debtors are directed to give notice of the Bar Dates by publishing the Bar Date Notice once each in the national editions of the *Wall Street Journal*. Additionally, the Debtors are hereby authorized, but not required, to publish the Bar Date Notice at such times and in such trade or other local publications of general circulation as the Debtors shall determine. Such notices, if published, shall be published on or before 45 days before the earliest Bar Date.

16. The Debtors are authorized to enter into such transactions to cause such publication to be made and to make reasonable payments required for publications.

17. Provision of notice of the Bar Dates as set forth in this Order, in the manner set forth herein, constitutes adequate and sufficient notice of each of the Bar Dates and is deemed to satisfy the requirements of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Eastern District of Virginia.

18. All Creditors that rely on the Schedules with respect to filing a Proof of Claim Form in these chapter 11 cases are responsible for determining that their Claims are accurately listed therein.

19. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

20. The terms and conditions of this Order shall be immediately effective and enforceable upon entry of the Order.

21. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Richmond, Virginia  
December 30, 2008

/s/ Frank J. Santoro  
United States Bankruptcy Judge

WE ASK FOR THIS:

HUNTON & WILLIAMS LLP

/s/ Jason W. Harbour  
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*and*

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*Proposed Attorneys for Debtors  
and Debtors-in-Possession*

**ATTACHMENT 1**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: ) Case No. 08- 36642-DOT  
 )  
 CHESAPEAKE CORPORATION, *et al.*, ) Chapter 11  
 )  
 Debtors.<sup>1</sup> )  
 )  
 )

**NOTICE OF COMMENCEMENT OF CHAPTER 11 CASES,  
MEETING OF CREDITORS AND DEADLINES FOR  
CREDITORS TO FILE PROOFS OF CLAIM**

**Commencement of Chapter 11 Cases.** On December 29, 2008, each of the debtors listed below (collectively, the “Debtors”) filed a petition commencing their chapter 11 cases under Title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (as amended, the “Bankruptcy Code”) in the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division (the “Bankruptcy Court”).

Debtor	Address	Case No.	EID#
Chesapeake Corporation.	1021 East Cary Street James Center II, 22nd Floor Richmond, Virginia 23219	08-36642- DOT	54-0166880

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Chesapeake Corporation (6880), Chesapeake Printing and Packaging Company (9208), Chesapeake Pharmaceutical Packaging Company, Inc. (0010), Chesapeake International Holding Company (1532), WTM I Company (1080), Sheffield, Inc. (6314), Chesapeake Assets Company (5293), Chesapeake Recycling Company (9383), Chesapeake Display and Packaging Company (4207), The Chesapeake Corporation of Virginia (6783), Chesapeake Corporation (Wisconsin) (7682), Chesapeake Corporation (Massachusetts) (7686), Chesapeake Corporation (D.C.) (7684), Chesapeake Corporation (Illinois) (7685), Chesapeake Corporation (Louisiana) (7681), Chesapeake Forest Products Company, LLC (6880), Cary St. Company (9092), Delmarva Properties, Inc. (7160), and Stonehouse Inc. (2481).

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*Proposed Attorneys for Debtors  
and Debtors-in-Possession*

<b>Debtor</b>	<b>Address</b>	<b>Case No.</b>	<b>EID#</b>
Chesapeake Printing and Packaging Company.	101 Lexington Parkway P.O. Box 727 Lexington, NC 27293-0727	08-36659- DOT	56-0689208
Chesapeake Pharmaceutical Packaging Company, Inc.	325 Duffy Avenue Hicksville, NY 11801	08-36646- DOT	13-4930010
Chesapeake International Holding Company.	1021 East Cary Street James Center II, 22nd Floor Richmond, VA 23219	08-36648- DOT	31-1481532
WTM I Company.	Suite 250 3993 Howard Hughes Parkway Las Vegas, NV 89109	08-36649- DOT	39-1261080
Sheffield, Inc.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36655- DOT	54-1966314
Chesapeake Assets Company.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36650- DOT	54-1565293
Chesapeake Recycling Company.	1021 East Cary Street 22nd Floor Richmond, VA 23219	08-36654- DOT	54-0939383
Chesapeake Display and Packaging Company.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36660- DOT	42-1304207
The Chesapeake Corporation of Virginia.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36657- DOT	55-0596783
Chesapeake Corporation (Wisconsin).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36643- DOT	54-1247682
Chesapeake Corporation (Massachusetts).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36644- DOT	54-1247686
Chesapeake Corporation (D.C.).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36651- DOT	54-1247684
Chesapeake Corporation (Illinois).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36647- DOT	54-1247685
Chesapeake Corporation (Louisiana).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36652- DOT	54-1247681

<b>Debtor</b>	<b>Address</b>	<b>Case No.</b>	<b>EID#</b>
Chesapeake Forest Products Company, LLC.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36656- DOT	54-0166880
Cary St. Company.	Suite 1300 North Market Street Wilmington, DE 19801	08-36658- DOT	51-0319- 09092
Delmarva Properties, Inc.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36653- DOT	54-1237160
Stonehouse Inc.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36645- DOT	54-1382481

**Joint Administration of Cases.** Upon a motion by the Debtors, the Bankruptcy Court entered an order on \_\_\_\_\_ authorizing the joint administration of the above-captioned chapter 11 cases pursuant to Rule 1015 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and consolidating these chapter 11 cases for procedural purposes only under Case No. 08-36642 and directing that the joint caption of these chapter 11 cases for procedural purposes only under Case No. 08-[ ] and directing that the joint caption of these chapter 11 cases read *In re Chesapeake Corporation, et al.* Pursuant to Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Rules”) and the Motion of the Debtors for an Order Directing Joint Administration of their Related Chapter 11 Cases [Docket No. \_\_\_], interested parties may file an objection to joint administration within ten days after the meeting of creditors to be held pursuant to section 341 of the Bankruptcy Code.

**Meeting of Creditors.** Pursuant to section 341 of the Bankruptcy Code, the Office of the United States Trustee for the Eastern District of Virginia (the “U.S. Trustee”) has scheduled a meeting of creditors at \_\_\_:\_\_\_ a.m./p.m. (prevailing Eastern Time) on \_\_\_\_\_, 2009 at \_\_\_\_\_. The Debtors’ representatives will be present at the meeting to be examined under oath by the U.S. Trustee and by creditors. Creditors are welcome to attend the meeting but are not required to do so. The meeting may be continued and concluded at a later date without further notice.

**Creditors May Not Take Certain Actions.** The filing of the bankruptcy petition automatically stays certain collection and other actions against the Debtors and the Debtors’ property. Prohibited actions are listed in section 362(a) of the Bankruptcy Code. For example, creditors are prohibited from: contacting the Debtors to demand repayment; taking action against the Debtors to collect money owed to creditors; starting or continuing lawsuits against the Debtors; and taking certain actions against property of the Debtors’ estate. If unauthorized actions are taken by a creditor against the Debtors, the Bankruptcy Court may penalize that creditor. A creditor who is considering taking action against the Debtors or the Debtors’ property should review, among other things, section 362(a) of the Bankruptcy Code and seek legal advice.

**Deadline for Filing Proofs of Claim.** On \_\_\_\_\_, the Bankruptcy Court entered the Order (A) Establishing Bar Dates and (B) Approving the Form and Manner of Notice of Commencement of Case and Notice of Bar Dates for Creditors to File Proofs of Claim [Docket No.\_\_\_\_] (the “Bar Date Order”). The Bar Date Order establishes March 30, 2009 as the last date for creditors except governmental units to file proofs of claim in these chapter 11 cases and June 29, 2009 as the last date for governmental units to file proofs of claim in these chapter 11 cases. In accordance with the Bar Date Order, the notice of the bar dates (the “Bar Date Notice”) will be mailed separately no later than February 12, 2009. The Bar Date Notice will contain information regarding the bar dates, a proof of claim form and instructions for completing and filing a proof of claim form.

**Schedule of Assets and Liabilities.** On \_\_\_\_\_, the Bankruptcy Court entered an Order (A) Granting Additional Time Within Which to File Schedules and Statements and (B) Authorizing the Scheduling of the Meeting of Creditors As Set Forth Herein [Docket No. \_\_\_\_] (the “Schedules Order”). The Schedules Order establishes February 12, 2009 as the date on which the Debtors shall file the statements and schedules of such assets and liabilities with the Bankruptcy Court (the “Schedules”). Unless such date is extended by the Bankruptcy Court, the Schedules will be available on the Debtors’ Bankruptcy Court’s website at [www.vaeb.uscourts.gov](http://www.vaeb.uscourts.gov), at Debtors’ notice, claims, and balloting agent’s website, [www.kccllc.net/chesapeake](http://www.kccllc.net/chesapeake), and upon request of the Debtors’ undersigned counsel as soon as practicable after filing.

**Order Limiting Notice.** On \_\_\_\_\_, 2008, the Bankruptcy Court entered an order establishing the scope of notice to be given in connection with certain proceedings in these chapter 11 cases [Docket No.\_\_\_\_] (the “Case Management Order”). The Case Management Order provides, among other things, that, except as set forth in the procedures approved by the Case Management Order, notice of proceedings in these chapter 11 cases need only be sent via electronic mail to the parties on the established service list. Any party in interest that desires to receive electronic mail notice in these chapter 11 cases and, consequently, be added to the service list, shall file with the Bankruptcy Court a notice of appearance and request for service and shall serve such request on Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074, Attn: Jason W. Harbour, Esq. All creditors will receive notice of certain proceedings, including, but not limited to, bar dates (unless applicable to a limited population of creditors), the time fixed for filing objections and any hearing to consider a disclosure statement and/or chapter 11 plan and dismissal or conversion of these chapter 11 cases to another chapter of the Bankruptcy Code. A copy of the procedures approved by the Case Management Order are available from the sources described below.

**How to Obtain Documents.** Electronic copies of all pleadings or other documents filed in these chapter 11 cases may be obtained for a fee via PACER on the Bankruptcy Court’s website at [www.vaeb.uscourts.gov](http://www.vaeb.uscourts.gov). Paper copies of all pleadings or other documents filed in these chapter 11 cases may be obtained for a fee by sending a written request to the Court’s copy service, Creative Assistant, 600 Granby Street, Suite 400, Norfolk, VA 23510, Phone: (757) 624-9990, Fax: (757) 624-9998, E-mail: [creativeassistant@verizon.net](mailto:creativeassistant@verizon.net). Additionally, free electronic

copies of all pleadings and certain other documents filed in these chapter 11 cases will be posted at [www.kccllc.net/chesapeake](http://www.kccllc.net/chesapeake) as soon as practicable after filing.

**Court Filings.** These chapter 11 cases have been designated as cases assigned to the electronic case filing system and can be accessed via the Court's website at [www.vaeb.uscourts.gov](http://www.vaeb.uscourts.gov) or [ecf.vaeb.uscourts.gov](http://ecf.vaeb.uscourts.gov).

**Local Rule Dismissal Warning.** Chapter 11 cases may be dismissed for failure to timely file lists, schedules and statements or attend the meeting of creditors. *See* Local Rules 1007-1 and 2003-1.

**Legal Advice.** Neither the Debtors' counsel nor the Bankruptcy Court Clerk's Office can give you legal advice. You may wish to consult an attorney to protect your rights.

Dated: Richmond, Virginia

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HUNTON & WILLIAMS LLP

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**ATTACHMENT 2**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: ) Case No. 08- 36642-DOT  
 )  
 CHESAPEAKE CORPORATION, *et al.*, ) Chapter 11  
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 Debtors.<sup>1</sup> )  
 )  
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**NOTICE OF BAR DATES  
FOR FILING PROOFS OF CLAIM**

**TO: ALL ENTITIES WHO MAY HAVE CLAIMS AGAINST ANY OF THE FOLLOWING DEBTORS:**

<b>Debtor</b>	<b>Address</b>	<b>Case No.</b>	<b>EID#</b>
Chesapeake Corporation.	1021 East Cary Street James Center II, 22nd Floor Richmond, Virginia 23219	08-36642-DOT	54-0166880
Chesapeake Printing and Packaging Company.	101 Lexington Parkway P.O. Box 727 Lexington, NC 27293-0727	08-36659-DOT	56-0689208
Chesapeake Pharmaceutical Packaging Company, Inc.	325 Duffy Avenue Hicksville, NY 11801	08-36646-DOT	13-4930010

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and Debtors-in-Possession*

<b>Debtor</b>	<b>Address</b>	<b>Case No.</b>	<b>EID#</b>
Chesapeake International Holding Company.	1021 East Cary Street James Center II, 22nd Floor Richmond, Virginia 23219	08-36648-DOT	31-1481532
WTM I Company.	Suite 250 3993 Howard Hughes Parkway Las Vegas, NV 89109	08-36649-DOT	39-1261080
Sheffield, Inc.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36655-DOT	54-1966314
Chesapeake Assets Company.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36650-DOT	54-1565293
Chesapeake Recycling Company.	1021 East Cary Street 22nd Floor Richmond, VA 23219	08-36654-DOT	54-0939383
Chesapeake Display and Packaging Company.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36660-DOT	42-1304207
The Chesapeake Corporation of Virginia.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36657-DOT	55-0596783
Chesapeake Corporation (Wisconsin).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36643-DOT	54-1247682
Chesapeake Corporation (Massachusetts).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36644-DOT	54-1247686
Chesapeake Corporation (D.C.).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36651-DOT	54-1247684
Chesapeake Corporation (Illinois).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36647-DOT	54-1247685
Chesapeake Corporation (Louisiana).	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36652-DOT	54-1247681
Chesapeake Forest Products Company, LLC.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36656-DOT	54-0166880
Cary St. Company.	Suite 1300 1105 North Market Street Wilmington, DE 19801	08-36658-DOT	51-0319-09092
Delmarva Properties, Inc.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36653-DOT	54-1237160

Debtor	Address	Case No.	EID#
Stonehouse Inc.	1021 East Cary Street, 22nd Floor Richmond, VA 23219	08-36645-DOT	54-1382481

PLEASE TAKE NOTICE THAT on \_\_\_\_\_, the Bankruptcy Court entered an order [Docket No. ] in *Chesapeake Corporation, et al.* Chapter 11 Cases Nos. 08-36642-DOT, 08-36659-DOT, 08-36646-DOT, 08-36648-DOT, 08-36649-DOT, 08-36655-DOT, 08-36650-DOT, 08-36654-DOT, 08-36660-DOT, 08-36657-DOT, 08-36643, 08-36644, 08-36651, 08-36647, 08-36652, 08-36656, 08-36658, 08-36653, and 08-36645 (the “Bar Date Order”) establishing March 30, 2009 as the general claims bar date (the “General Bar Date”), June 29, 2009 as the governmental unit claims bar date (the “Governmental Unit Bar Date”; together with the General Bar Date, the Amended Schedule Bar Date (as defined herein) and the Rejection Bar Date (as defined herein), the “Bar Dates”).

Pursuant to the Bar Date Order, all entities (as defined in section 101(15) of Title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (as amended, the “Bankruptcy Code”)) (each, an “Entity”) holding or wishing to assert a claim (as defined in section 101(5) of the Bankruptcy Code) that arose prior to December 29, 2008 (the “Petition Date”) against the Debtors (collectively, the “Claims” and the holders of such Claims, collectively, the “Creditors”) are required to file proof of such Claim (the “Proof of Claim Form”) in these chapter 11 cases by the applicable Bar Dates, unless otherwise provided herein.

**1. WHO MUST FILE A PROOF OF CLAIM FORM**

Creditors holding or wishing to assert Claims against the Debtors (whether secured or unsecured, priority or nonpriority, contingent or noncontingent, liquidated or unliquidated or disputed or undisputed) *must* file a Proof of Claim Form on or before the applicable Bar Dates with respect to the following Claims, unless otherwise provided herein: (a) any Claim that is listed in the Debtors’ schedules of assets and liabilities (the “Schedules”) as “contingent,” “unliquidated,” “disputed” or any combination thereof if the holder of such Claim desires to participate in these chapter 11 cases or share in any distribution in these chapter 11 cases on account of such Claim; (b) any Claim that is improperly classified in the Schedules or is listed in an incorrect amount if the holder of such Claim desires to have such Claim allowed in a classification or amount other than as set forth in the Schedules; (c) any Claim that is not listed in the Schedules; and (d) any Claim that is allowable under section 503(b)(9) of the Bankruptcy Code in the Debtors’ chapter 11 cases.

Any Creditor whose Claims have been reduced, deleted or the status of which has been changed in connection with the Debtors amending the Schedules must file a Proof of Claim Form with respect to such Claim on or before the later of: (a) the applicable Bar Dates and (b) 30 days after such Creditor is served with notice that the Debtors have amended their Schedules (the “Amended Schedule Bar Date”).

Any Creditor asserting Claims against more than one Debtor must file a separate Proof of Claim Form with respect to each such Debtor. If more than one Debtor is listed on a Proof of Claim Form, the Debtors will treat such Claim as filed against the first listed Debtor. All Creditors must identify on their Proof of Claim Forms the holder or holders of the Claim and the particular Debtor against which their Claim is asserted and the applicable bankruptcy case number for such Debtor. Any Claims filed in the lead joint administration case (*In re Chesapeake Corporation, et al.*) shall be deemed filed only against Chesapeake Corporation.

## 2. WHO NEED NOT FILE A PROOF OF CLAIM FORM

Proof of Claim Forms need not be filed on or before the applicable Bar Dates for Claims asserted against the Debtors of the types set forth below:

- a. Claims listed in the Debtors' Schedules or any amendments thereto, which are not therein listed as "contingent," "unliquidated," "disputed" or any combination thereof and which are not disputed by the Creditor holding such Claim as to nature, amount or classification;
- b. Claims for which a Proof of Claim Form has already been filed with the Court;
- c. Claims previously allowed by, or paid pursuant to, an order of the Court;
- d. Claims allowable under sections 503(b) and 507(a)(1) of the Bankruptcy Code as administrative expenses of the Debtors' chapter 11 cases, with the exception of Claims allowable under section 503(b)(9) of the Bankruptcy Code;
- e. Claims made by any Debtor or any direct or indirect subsidiary of a Debtor that holds Claims against one or more of the Debtors; and
- f. Claims made by any holder of equity securities of a Debtor solely with respect to such holder's ownership interest in or possession of such equity securities; *provided, however*, that any such holders who wish to assert a Claim against a Debtor based on transactions in the Debtor's securities, including, but not limited to, Claims for damages or rescission based on the purchase or sale of such securities, must file a Proof of Claim Form on or prior to the General Bar Date; *provided* that the Debtors reserve all rights with respect to any such Claims including, *inter alia*, to assert that such Claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code.

## 3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

For a Claim that arises out of the rejection of an executory contract or an unexpired lease, the Creditor holding such Claim must file a Proof of Claim Form on or before the later of: (a) the applicable Bar Dates; (b) 30 days after the date of entry of any order authorizing the rejection of an executory contract or unexpired lease; and (c) 30 days after the effective date of the rejection of such executory contract or unexpired lease (the "Rejection Bar Date").

## 4. WHEN AND WHERE TO FILE

Except as provided herein, the Bar Date Order requires that any Claims against the Debtors be filed with the claims agent appointed by the Bankruptcy Court, Kurtzman Carson Consultants LLC (the "Notice, Claims and Balloting Agent"), by submitting a Proof of Claim Form, so that such Proof of Claim Form is *actually received* on or before 4:00 p.m. (prevailing Pacific Time) on the applicable Bar Date at the following address(es):

<p style="text-align: center;"><b>Chesapeake Corporation Claim Processing Center</b> c/o Kurtzman Carson Consultants LLC</p>
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2335 Alaska Ave.  
El Segundo, CA 90245

Proof of Claim Forms are deemed filed only when they are *actually received* by the Notice, Claims and Balloting Agent (not the date of the postmark). Facsimile and electronic mail submissions will not be accepted.

**5. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATES**

**PLEASE TAKE NOTICE THAT ANY CREDITOR THAT IS REQUIRED TO FILE A PROOF OF CLAIM FORM IN THESE CHAPTER 11 CASES BUT THAT FAILS TO DO SO BY ON OR BEFORE 4:00 P.M. (PREVAILING PACIFIC TIME) ON MARCH 30, 2009 (OR JUNE 29, 2009 FOR GOVERNMENTAL UNIT CLAIMS) WILL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM: (A) ASSERTING ANY CLAIM AGAINST THE DEBTORS (OR FILING A PROOF OF CLAIM WITH RESPECT THERETO) THAT: (i) IS NOT LISTED IN THE SCHEDULES, (ii) IS IN AN AMOUNT THAT EXCEEDS THE AMOUNT, IF ANY, THAT IS SET FORTH IN THE SCHEDULES OR (iii) IS OF A DIFFERENT NATURE OR IN A DIFFERENT CLASSIFICATION (ANY SUCH CLAIM REFERRED TO AS AN “UNSCHEDULED CLAIM”); AND (B) VOTING UPON ANY CHAPTER 11 PLAN OR RECEIVING DISTRIBUTIONS, IN RESPECT OF AN UNSCHEDULED CLAIM; AND THE DEBTORS AND THE DEBTORS’ PROPERTY WILL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH UNSCHEDULED CLAIM.**

**6. ACCESS TO PROOF OF CLAIM FORMS**

Proof of Claim Forms and a copy of the Bar Date Order may be obtained by contacting the Notice, Claims and Balloting Agent at Kurtzman Carson Consultants LLC, 2335 Alaska Ave., El Segundo, CA 90245, Telephone: (888) 830-4660. The Notice, Claims and Balloting Agent cannot advise you whether you should file a Proof of Claim Form. Notwithstanding anything set forth in this notice of Bar Dates (the “Bar Date Notice”), the Debtors retain the right to: (a) dispute and assert offsets or defenses against any filed Claim or any Claim listed or reflected in the Schedules as to the nature, amount, liability, classification or otherwise of such Claim; and (b) subsequently designate any Claim as contingent, unliquidated, disputed or any combination thereof.

**The fact that you received this notice does not mean that you have a Claim against any of the Debtors. You should consult your own attorneys or other professionals to determine whether you hold a claim against any of the Debtors. Neither the Debtors’ counsel nor the Bankruptcy Court Clerk’s Office can give you legal advice.**

Richmond, Virginia

Dated: \_\_\_\_\_, 2009

CHESAPEAKE CORPORATION, et al.,  
Debtors and Debtors-in-Possession

**ATTACHMENT 3**

UNITED STATES BANKRUPTCY COURT  
THE EASTERN DISTRICT OF VIRGINIA

**PROOF OF CLAIM**

In Re:  
Chesapeake Corporation, *et al.*  
Debtors.

Chapter 11  
Case No. 08-36642-DOT

Name of Debtor Against Which Claim is Held

Case No. of Debtor

**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.**

**THIS SPACE IS FOR COURT USE ONLY**

Name and address of Creditor : (and name and address where notices should be sent if different from Creditor)

Telephone number: \_\_\_\_\_ Email Address: \_\_\_\_\_

Check this box to indicate that this claim amends a previously filed claim.

**Court Claim Number:** \_\_\_\_\_  
(If known)

Filed on: \_\_\_\_\_

Name and address where payment should be sent (if different from above)

Telephone number: \_\_\_\_\_ Email Address: \_\_\_\_\_

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check this box if you are the debtor or trustee in this case.

**1. Amount of Claim as of Date Case Filed:** \$ \_\_\_\_\_

If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete Item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges.

Check this box if claim is for a claim related to goods delivered during the twenty (20) days prior to \_\_\_\_\_ (the "Petition Date"), pursuant to 11 U.S.C. §503(b)(9).

**5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.**

Specify the priority of the claim:

- Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).
- Wages, salaries or commissions (up to \$10,950\*), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).
- Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).
- Up to \$2,425\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).
- Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).
- Other – Specify applicable paragraph of 11 U.S.C. § 507(a)(\_\_\_\_\_).

**Amount entitled to priority:**

\$ \_\_\_\_\_

*\* Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment*

**2. Basis for Claim:** \_\_\_\_\_  
(See instruction #2 on reverse side.)

**3. Last four digits of any number by which creditor identifies debtor:** \_\_\_\_\_  
**3a. Debtor may have scheduled account as:** \_\_\_\_\_  
(See instruction #3a on reverse side.)

**4. Secured Claim** (See instruction #4 on reverse side.)  
Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff:  Real Estate  Motor Vehicle  Other  
Describe: \_\_\_\_\_

Value of Property: \$ \_\_\_\_\_ Annual Interest Rate \_\_\_\_\_%

Amount of arrearage and other charges as of time case filed included in secured claim, if any:  
\$ \_\_\_\_\_ Basis for perfection: \_\_\_\_\_

**Amount of Secured Claim:** \$ \_\_\_\_\_ **Amount Unsecured:** \$ \_\_\_\_\_

**FOR COURT USE ONLY**

**6. Credits:** The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

**7. Documents:** Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.)  
**DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.**  
If the documents are not available, please explain:

**Date:** \_\_\_\_\_

**Signature:** The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

## INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

### Items to be completed in Proof of Claim form

#### Name of Debtor, and Case Number:

Fill in the name of the debtor in the bankruptcy case, and the bankruptcy case number.

If your Claim is against multiple Debtors, complete a separate form for each Debtor.

#### Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

#### 1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

#### 2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card.

#### 3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

#### 3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

#### 4. Secured Claim:

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

#### 5. Amount of Claim Entitled to Priority Under 11 U.S.C. §507(a).

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

#### 6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

#### 7. Documents:

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). Do not send original documents, as attachments may be destroyed after scanning.

#### Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

## DEFINITIONS

#### Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

#### Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing.

#### Claim

A claim is the creditor's right to receive payment on a debt that was owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

#### Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the Claims Agent at the following address:

**Chesapeake Claims Processing Center**  
c/o Kurtzman Carson Consultants LLC  
2335 Alaska Ave.  
El Segundo, CA 90245

#### Secured Claim Under 11 U.S.C. §506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors.

The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car.

A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

#### Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

#### Claim Entitled to Priority Under 11 U.S.C. §507(a)

Priority claims are certain categories of unsecured Claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

#### Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

#### Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

## INFORMATION

#### Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may access the Claims Agent's system ([www.kccllc.net/chesapeake](http://www.kccllc.net/chesapeake)) to view your filed proof of claim.

#### Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

