

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

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In re:

WELDED CONSTRUCTION, L.P., *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 18-12378 (KG)  
)  
) (Jointly Administered)  
)  
) **Ref. Docket Nos. 245 and 475**

**ORDER AUTHORIZING THE SALE OF MISCELLANEOUS ASSETS  
OUTSIDE THE ORDINARY COURSE OF BUSINESS FREE AND CLEAR  
OF ALL LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES  
PURSUANT TO SECTION 363 OF THE BANKRUPTCY CODE**

Upon consideration of the (i) *Order Establishing Procedures for Sales of Certain Miscellaneous Assets Outside the Ordinary Course of Business Free and Clear of All Liens, Claims, Interests and Encumbrances Pursuant to Section 363 of the Bankruptcy Code* [Docket No. 245] (the “**Miscellaneous Asset Sale Procedures Order**”)<sup>2</sup> and (ii) related *Certification of Counsel Regarding Proposed Order Authorizing the Sale of Miscellaneous Assets Outside the Ordinary Course of Business Free and Clear of All Liens, Claims, Interests and Encumbrances Pursuant to Section 363 of the Bankruptcy Code* (the “**Certification of Counsel**”) filed by the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”); and it appearing from the Certification of Counsel that due and sufficient notice of the proposed sale (the “**Sale Transaction**”) of the Miscellaneous Assets of the Debtors set forth on **Exhibit 1** attached hereto (collectively, the “**Purchased Assets**”) to Iron Tractor, LLC (the “**Buyer**”) pursuant to the terms and conditions of this Order has been given in accordance with the

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Welded Construction, L.P (5008) and Welded Construction Michigan, LLC (9830). The mailing address for each of the Debtors is 26933 Eckel Road, Perrysburg, OH 43551.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Miscellaneous Asset Sale Procedures Order.



Miscellaneous Asset Sale Procedures Order; and it further appearing that no other or further notice of the Sale Transaction and the relief provided for in this Order is required; and it further appearing that (i) the Sale Transaction and the relief provided for in this Order are in the best interest of the Debtors, their estates and creditors, (ii) the Sale Transaction is an appropriate exercise of the Debtors' business judgment, and (iii) the consideration received for the Purchased Assets is fair and reasonable; and it further appearing that there is just cause for the relief granted herein; and after due deliberation and sufficient cause therefor, **IT IS HEREBY ORDERED THAT:**

1. The Sale Transaction is APPROVED and the requirements for the Sale Transaction set forth in the Miscellaneous Asset Sale Procedures Order are satisfied.

2. In accordance with the terms of the Miscellaneous Asset Sale Procedures Order, the Buyer shall acquire the Purchased Assets on an "AS IS-WHERE IS" basis without any representations or warranties from the Debtors as to the quality or fitness of such assets for either their intended or any other purposes.

3. Pursuant to section 363(f) of the Bankruptcy Code and the Miscellaneous Asset Sale Procedures Order, the Sale Transaction shall be free and clear of all liens, claims and encumbrances whatsoever, with any such liens, claims and encumbrances to attach to the proceeds of the Sale Transaction, with the same validity, force, and effect that they had against the Purchased Assets prior to the Sale Transaction.

4. The Debtors and their estates shall have no obligation to consummate the proposed sale to Sabre International, LLC ("**Sabre**") contemplated by the order entered by this Court at docket number 344 in these chapter 11 cases, and Sabre shall have no rights with respect to the Purchased Assets.

5. The Debtors are authorized to execute and deliver all instruments and documents, and take such other action as may be necessary or appropriate, to implement and effectuate the Sale Transaction and the relief granted by the Miscellaneous Asset Sale Procedures Order and this Order.

6. This Order is immediately effective and enforceable, notwithstanding the possible applicability of Rule 6004(h) of the Federal Rules of Bankruptcy Procedure or otherwise.

7. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order and the Sale Transaction.

A handwritten signature in black ink, appearing to read "Kevin Gross", is written over a horizontal line.

**EXHIBIT 1**

#	Asset Description	Economic Terms of Sale	Notes	Subject to Equipment Provider Contract (Y/N)	Disposition of Proceeds	Timing of Proceeds Disposition	Identity of Buyer	Buyer Affiliate / Insider	Party Holding Liens, Encumbrances or Interests	Equipment Contract Statement
1	Caterpillar 572G Crawler Pipelayer	\$ 60,000	S/N: 40U000492	No	Perrysburg 26933 Eckel Road, Perrysburg, OH 43551					
2	Caterpillar 572G Crawler Pipelayer	\$ 60,000	S/N: 40U000416	No	Perrysburg 26933 Eckel Road, Perrysburg, OH 43551					
3	Caterpillar 572G Crawler Pipelayer	\$ 60,000	S/N: 40U000849	No	Red Lion 401 East Broadway, Red Lion, PA 17356	Two (2) business days upon receipt	Iron Tractor, LLC	N.A.	DJP Lender	This equipment is not subject to an Equipment Provider Contract
4	Caterpillar 572G Crawler Pipelayer	\$ 60,000	S/N: 40U000845	No	Red Lion 401 East Broadway, Red Lion, PA 17356	Pay Down DIP				
5	Caterpillar 572G Crawler Pipelayer	\$ 60,000	S/N: 40U000780	No	Red Lion 401 East Broadway, Red Lion, PA 17356					