

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

<p>In re ALDRICH PUMP LLC, <i>et al.</i>,¹ Debtors.</p>	<p>Chapter 11 Case No. 20-____ (___) (Joint Administration Requested)</p>
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**MOTION OF THE DEBTORS FOR AN ORDER:
(I) AUTHORIZING THE FILING OF (A) CONSOLIDATED MASTER LIST OF CREDITORS AND (B) CONSOLIDATED LIST OF 20 LAW FIRMS WITH SIGNIFICANT ASBESTOS CASES AGAINST THE DEBTORS IN LIEU OF LISTS OF 20 LARGEST UNSECURED CREDITORS; (II) APPROVING CERTAIN NOTICE PROCEDURES FOR ASBESTOS CLAIMANTS; AND (III) APPROVING THE FORM AND MANNER OF NOTICE OF COMMENCEMENT OF THESE CASES**

Aldrich Pump LLC and Murray Boiler LLC, as debtors and debtors in possession (together, the "Debtors"), hereby move the Court for the entry of an order (a) authorizing the filing of (i) a consolidated master list of creditors and (ii) a consolidated list of 20 law firms with significant asbestos cases against the Debtors in lieu of lists of each Debtor's 20 largest unsecured creditors; (b) approving certain notice procedures for asbestos claimants; and (c) approving the form and manner of notice of commencement of these cases. In support of this Motion, the Debtors respectfully represent as follows:

Background

1. On the date hereof (the "Petition Date"), the Debtors commenced these reorganization cases (the "Chapter 11 Cases") by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

¹ The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors' address is 800-E Beaty Street, Davidson, North Carolina 28036.



2. The Debtors are authorized to continue to manage their property and operate their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. A comprehensive description of the Debtors, their history, their assets and liabilities, and the events leading to the commencement of these Chapter 11 Cases can be found in the *Declaration of Ray Pittard in Support of First Day Pleadings* (the "Pittard Declaration") and the *Declaration of Allan Tananbaum in Support of Debtors' Complaint for Injunctive and Declaratory Relief, Related Motions, and the Chapter 11 Cases* (together with the Pittard Declaration, the "First Day Declarations"), which were filed contemporaneously herewith and are incorporated herein by reference. In addition to the First Day Declarations, the Debtors have filed an Informational Brief to provide additional information about their asbestos litigation, related costs, and plans to address these matters in these Chapter 11 Cases.

Jurisdiction

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

Relief Requested

5. Pursuant to section 105(a) of the Bankruptcy Code, Rules 1007(d) and 2002(m) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rules 1007-1(b) and 1007-2 of the Rules of Practice and Procedure of the United States Bankruptcy Court for the Western District of North Carolina (the "Local Bankruptcy Rules"), the Debtors hereby seek the entry of an order, substantially in the form attached hereto as Exhibit B: (a) authorizing the Debtors to file (i) a consolidated master list of creditors and (ii) a consolidated list of 20 law firms with significant representations of parties with asbestos claims against the

Debtors (the "Top Asbestos Counsel List"), in lieu of lists of the creditors that hold the 20 largest unsecured claims against each Debtor; (b) approving certain notice procedures for creditors (collectively, the "Asbestos Claimants") who are claimants in asbestos-related personal injury lawsuits or other proceedings involving the Debtors; and (c) approving the form and manner of notice of the commencement of these Chapter 11 Cases.

Argument

Consolidated Master Creditors List

6. Given the affiliated nature of the Debtors and the fact that the primary creditors of each Debtor are asbestos personal injury claimants represented by a largely overlapping group of plaintiff's counsel, the Debtors, by this Motion, seek authority to file a list identifying their creditors and other parties in interest (the "Creditor List") on a consolidated basis. See LBR 1007-2 (requiring a mailing matrix to be downloaded with a petition). Requiring the Debtors to provide two separate Debtor-specific creditor matrices would create unnecessary administrative inefficiency and result in duplicate mailings.

7. Courts in this District have granted similar relief. See, e.g., In re SD-Charlotte, LLC, No. 20-30149 (JCW) (Bankr. W.D.N.C. Feb. 11, 2020) (authorizing the filing of a consolidated master list of creditors); In re Kaiser Gypsum Co., Inc., No. 16-31602 (JCW) (Bankr. W.D.N.C. Oct. 7, 2016) (same); In re Alpha Nat. Res., Inc., No. 15-33896 (KRH) (Bankr. E.D. Va. Aug. 5, 2015) (waiving the requirement that each debtor file a list of creditors).

Consolidated List of 20 Asbestos Plaintiff Firms

8. Pursuant to Bankruptcy Rule 1007(d), a chapter 11 debtor must file with its voluntary petition a list setting forth the names, addresses, and claim amounts of the creditors, excluding insiders, that hold the 20 largest unsecured claims in the debtor's case (a "Top 20 List"). This Top 20 List primarily is used by the Office of the United States Bankruptcy

Administrator for the Western District of North Carolina (the "Bankruptcy Administrator") to understand the types and amounts of unsecured claims against the debtor and thus evaluate prospective candidates to serve on the official committee of unsecured creditors appointed in the debtor's case under section 1102 of the Bankruptcy Code.² Pursuant to Local Bankruptcy Rule 1007-1(b), failure to timely file schedules and lists as required by the Bankruptcy Rules may result in the automatic dismissal of a bankruptcy case.

9. The Debtors' largest creditors are asbestos personal injury claimants. As a result, the Debtors anticipate that, at the inception of these cases, an official committee of asbestos personal injury claimants (an "Asbestos Committee") will be appointed that consists of individuals that are (a) representative of the Debtors' overall pool of asbestos personal injury claimants and (b) represented by law firms with some of the most substantial numbers of lawsuits against the Debtors. Further, because the overwhelming majority of the Debtors' creditors are asbestos claimants, a separate general unsecured creditors' committee is not expected to be formed. Finally, in light of the unliquidated and disputed nature of the asbestos personal injury claims against the Debtors, and the limited information available in regard to many of those claims, it is impossible to determine which claims are the largest.

10. In light of the foregoing, the Debtors do not believe that listing the individual asbestos claimants with the largest unsecured claims against the Debtors would facilitate the Bankruptcy Administrator's evaluation of potential members of an Asbestos Committee. Instead, because an Asbestos Committee typically consists of individual asbestos plaintiffs represented by law firms, the Debtors believe that providing the Bankruptcy

² "The purpose of the separate list of 20 largest creditors required by this provision in the rules is to enable the clerk to identify members and the court to appoint immediately an unsecured creditors' committee in compliance with 11 U.S.C. § 1102(a)(1)." In re Dandy Doughboy Donuts, Inc., 66 B.R. 457, 458 (Bankr. S.D. Fla. 1986).

Administrator with the Top Asbestos Counsel List would better assist the Bankruptcy Administrator in evaluating such a committee.

11. Accordingly, the Debtors seek authority to file the Top Asbestos Counsel List in lieu of listing the individual asbestos claimants with the largest unsecured claims against each Debtor on the Top 20 Lists. The Top Asbestos Counsel List consists of the 20 law firms representing the largest number of claimants in asbestos lawsuits in which the Debtors are defendants according to the Debtors' records. Collectively, the law firms on the Top Asbestos Counsel List represent claimants in over 80% of those lawsuits. These law firms represent claimants across the various types of alleged harms asserted by asbestos claimants. In addition, 16 of the 20 law firms that represent the most asbestos claimants in lawsuits against Aldrich, and 17 of the 20 law firms that represent the most asbestos claimants in lawsuits against Murray, appear on the Top Asbestos Counsel List. Moreover, recent filing data reflects ongoing overlap in claims asserted against both Debtors. That is, according to the Debtors' records, over 80% of the asbestos claims asserted against Murray in the last two calendar years also named Aldrich. Accordingly, the Debtors submit that the Top Asbestos Counsel List will provide the Bankruptcy Administrator with the information necessary to evaluate and form an Asbestos Committee representative of the claimants of each of the Debtors in these Chapter 11 Cases.

12. Courts in this District and other districts have granted similar relief. See, e.g., In re DBMP LLC, No. 20-30080 (JCW) (Bankr. W.D.N.C. Jan. 28, 2020) (authorizing the debtor to file a list of asbestos plaintiff firms in lieu of a Top 20 List) (the "DBMP Order"); In re Bestwall LLC, No. 17-31795 (LTB) (Bankr. W.D.N.C. Nov. 8, 2017) (same) (the "Bestwall Order"); In re Kaiser Gypsum Co., Inc., No. 16-31602 (JCW) (Bankr. W.D.N.C. Oct. 7, 2016) (authorizing the debtors to file a consolidated list of asbestos plaintiff firms) (the "Kaiser

Gypsum Order"); see also In re Yarway Corp., No. 13-11025 (BLS) (Bankr. D. Del. Apr. 25, 2013) (authorizing the debtor to file a list of asbestos plaintiff firms in lieu of a Top 20 List) (the "Yarway Order").

Notice Procedures for Asbestos Claimants

13. Pursuant to section 105(a) of the Bankruptcy Code, the Court may "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of the [Bankruptcy Code]." 11 U.S.C. § 105(a). In addition, the Court may "enter orders designating the matters in respect to which, the entity to whom, and the form and manner in which notices shall be sent except as otherwise provided by [the Bankruptcy Rules]." Fed. R. Bankr. P. 2002(m). For notice to be proper, it must be "reasonably calculated, under all the circumstances, to apprise interested parties of the pendency of the action and afford them an opportunity to present their objections." Mullane v. Cent. Hanover Bank & Tr. Co., 339 U.S. 306, 314 (1950) (describing notice required to satisfy due process).

14. In many cases, courts have found that providing notice of bankruptcy case proceedings to the attorney representing a creditor in prepetition litigation (or threatened litigation) provides adequate and appropriate notice to that creditor. See, e.g., In re Garlock Sealing Techs., LLC, 2017 WL 2539412, at *15 (W.D.N.C. June 12, 2017) (finding that all asbestos claimants had been afforded due process when the debtors provided notice of their proposed plan of reorganization and the confirmation hearing to asbestos claimants' attorneys, rather than to asbestos claimants); Chanute Proc. Credit Assoc. v. Schicke (In re Schicke), 290 B.R. 792, 805–06 (B.A.P. 10th Cir. 2003) (holding that notice of chapter 7 proceedings to the attorney representing a judgment creditor in non-bankruptcy litigation was the best notice possible where the debtor did not know the creditor's contact information), aff'd, 97 F. App'x 249 (10th Cir. 2004); Cablevision Sys. Corp. v. Malandra (In re Malandra), 206 B.R. 667, 676

(Bankr. E.D.N.Y. 1997) (holding that notice to the attorney representing a creditor in prepetition litigation relating to the creditor's claim constituted adequate notice to the creditor).

15. In fact, providing notice to a claimant's attorney of record in matters relating to bankruptcy claims, even where the attorney does not represent the claimant in connection with the bankruptcy case, has been held to be the equivalent of giving notice to creditors directly. See, e.g., Seifert v. Rice (In re Rice), 2010 Bankr. LEXIS 639, *7 (Bankr. E.D.N.C. Mar. 1, 2010) (following "the majority of courts addressing the issue" in holding that (a) an attorney that represented creditors with respect to a prepetition judgment against the debtor continued to serve as the creditors' agent in bankruptcy proceedings concerning that same judgment and (b) notice to that attorney regarding bankruptcy proceedings therefore constituted sufficient notice to the creditors); see also Lompa v. Price (In re Price), 871 F.2d 97, 99 (9th Cir. 1989) (holding that notice to the attorney who represented a creditor in an action affected by a bankruptcy proceeding constituted notice to the creditor); Schicke, 290 B.R. at 803 ("It is generally held that an attorney who represents the creditor in matters against a debtor prepetition . . . will be an agent of the creditor in the context of a debtor's bankruptcy case."); Linder v. Trump's Castle Assocs., 155 B.R. 102, 105 (D.N.J. 1993) (notice to a claimant's attorney is imputed to the claimant if the attorney's representation relates to a bankruptcy claim).

16. In certain cases, moreover, providing notice of bankruptcy proceedings and deadlines directly to personal injury claimants, rather than to their known attorneys, may *not* constitute adequate notice, including, for instance, where it is unlikely that such claimants would appreciate the legal significance of the notices. See In re Grand Union Co., 204 B.R. 864, 874-75 (Bankr. D. Del. 1997) (holding that providing notice of bar dates in a chapter 11 case directly to personal injury claimants where the debtor was aware the claimants were represented

by counsel was not adequate to satisfy due process, and notice should have been provided to the claimants' attorneys); accord United States v. Thomas, 342 B.R. 758, 761 (S.D. Tex. 2005) ("Being in bankruptcy does not alter the responsibilities that generally apply to work through counsel.").

17. Not only is it reasonable for personal injury claimants to expect that any legal notices relating to their claims would be sent to their attorneys of record, sending notice directly to the claimants may constitute a violation of applicable Rules of Professional Conduct by a debtor's attorney. See Grand Union, 204 B.R. at 873 (finding that sending a bar date notice directly to personal injury claimants, rather than their counsel, "violate[d] the spirit, if not the letter," of Rule 4.2 of the Model Rules of Professional Conduct). Rule 4.2 of the North Carolina Rules of Professional Conduct (the "Rules of Professional Conduct") provides that, with certain inapplicable exceptions:

During the representation of a client, a lawyer shall not communicate about the subject of the representation with a person the lawyer knows to be represented by another lawyer in the matter, unless the lawyer has the consent of the other lawyer or is authorized to do so by law or a court order.

N.C. Rules Prof'l Conduct R. 4.2(a). A lawyer may not engage in communications that are otherwise prohibited under this rule through the actions of a non-lawyer. N.C. Rules Prof'l Conduct R. 4.2 cmt. ¶ 4.

18. Further, as explained in the official comments to the rule, Rule 4.2 of the Rules of Professional Conduct applies to communications with any party represented by counsel, whether or not a party to a formal adjudicative proceeding, where the communication relates to the subject matter of the representation. N.C. Rules Prof'l Conduct R. 4.2 cmt. ¶ 8. This rule aims to protect clients from taking actions relating to their representation without the benefit of their attorney's counsel. N.C. Rules Prof'l Conduct R. 4.2 cmt. ¶ 1.

19. Together, the Debtors' records reflect that they are defendants in nearly 100,000 asbestos-related lawsuits. Pursuant to the Rules of Professional Conduct outlined above, to date the Debtors have communicated solely with the plaintiff law firms that represent the Asbestos Claimants (collectively, the "Asbestos Firms") regarding these claims. The Debtors in many cases cannot be sure that they have the current addresses for the Asbestos Claimants, but, for any pending lawsuit that has had activity in the last decade, the Debtors almost certainly will have current addresses for the Asbestos Firms. Notice through the Asbestos Firms therefore is much more reliable. Under these circumstances, the Debtors seek authority to continue their past practice of providing notice to the Asbestos Claimants through the Asbestos Firms and, thereby, avoid any confusion that undoubtedly would arise from sending notices directly to the Asbestos Claimants.

20. Accordingly, the Debtors seek Court approval to: (a) serve all notices, mailings, filed documents, and other communications relating to these Chapter 11 Cases on the Asbestos Claimants in care of their counsel at such counsel's address, including, for the avoidance of doubt, an e-mail address; and (b) list the names, addresses, and other contact information, as applicable, of the Asbestos Firms in any creditor or service lists, including the creditor matrix provided to the Court or filed in these cases, in lieu of listing the contact information of individual Asbestos Claimants (collectively, the "Notice Procedures"). For an Asbestos Firm representing multiple Asbestos Claimants, the Debtors may serve each document only a single time on such Asbestos Firm (at each relevant address) on behalf of all of such counsel's clients; provided that any notice or other document relating specifically to one or more

particular Asbestos Claimants (rather than all Asbestos Claimants represented by an Asbestos Firm) shall clearly identify the parties to whom it relates.³

21. The Debtors believe that the Notice Procedures provide for an effective and appropriate noticing process for the Asbestos Claimants. Further, implementing the Notice Procedures will alleviate the administrative burden and expense of gathering current contact information for each of the Asbestos Claimants, which, in many cases, is not readily available or is difficult to verify. The Debtors have access to the current names and addresses of virtually all counsel for the Asbestos Claimants (including counsel of record in pending lawsuits), but the names and addresses of a significant number of individual Asbestos Claimants themselves are not readily available. It would be extremely burdensome, costly, and time-consuming for the Debtors to attempt to obtain this information. In addition, any contact information for the individual Asbestos Claimants the Debtors have or are able to obtain may be outdated and unreliable. Consequently, providing notice in these Chapter 11 Cases in accordance with the Notice Procedures will be more efficient and reliable than providing notice to the individual Asbestos Claimants directly. Moreover, implementing the Notice Procedures better enables counsel to the Asbestos Claimants to advise their clients in matters related to these Chapter 11 Cases.

22. Accordingly, the Debtors respectfully submit that the Notice Procedures are warranted under the facts and circumstances of these Chapter 11 Cases and they represent a fair and appropriate process to provide the Asbestos Claimants with notices and communications in these Chapter 11 Cases. The Notice Procedures are reasonably calculated, under all the

³ In connection with providing notices under the Notice Procedures, the Debtors also may provide for each Asbestos Firm a list of each of the Asbestos Claimants that, according to the Debtors' records, are represented by such Asbestos Firm. Any such list shall not be deemed to be an exclusive list or to limit the effectiveness of any notice with respect to other clients of the Asbestos Firm not listed therein.

circumstances, to apprise the Asbestos Claimants of the matters before the Court and present to them an opportunity to be heard thereon. For the foregoing reasons, the Debtors request that the Court approve the Notice Procedures, as described herein.

23. Courts in this District and other districts have granted similar relief. See, e.g., DBMP Order (approving notice to asbestos claimants' counsel of record in lieu of notice to individual asbestos claimants directly, and identification of asbestos claimants' counsel, rather than asbestos claimants, on creditor lists); Bestwall Order (same); Kaiser Gypsum Order (same); In re Garlock Sealing Techs., LLC, No. 10-31607 (JCW) (Bankr. W.D.N.C. June 8, 2010) (same); Yarway Order (same).

Form and Manner of the Case Commencement Notice

24. Contemporaneously herewith, the Debtors have filed a motion seeking authority to employ Kurtzman Carson Consultants LLC (the "Agent") as, among other things, claims and noticing agent in these cases. One of the Agent's responsibilities as claims and noticing agent, if its appointment is approved, will be to serve a notice (the "Case Commencement Notice") of the commencement of these Chapter 11 Cases and the initial meeting of creditors pursuant to section 341(a) of the Bankruptcy Code (the "Section 341 Meeting") in lieu of the standard notice automatically entered in chapter 11 cases filed in this jurisdiction. The Case Commencement Notice will be substantially in the form attached hereto as Exhibit A, subject to any revisions agreed upon by the Debtors and the Bankruptcy Administrator.⁴

⁴ The form of Case Commencement Notice attached as Exhibit A is based on Official Bankruptcy Form 309F and is customized to the circumstances of these Chapter 11 Cases. No bar date for the filing of proofs of claim in these Chapter 11 Cases has been established. Accordingly, the Commencement Notice will not include a notice of the bar date.

25. The Debtors propose that the Agent serve the Case Commencement Notice by regular mail, postage prepaid, on those entities entitled to receive such notice pursuant to Bankruptcy Rule 2002 and the Notice Procedures not later than five business days after the Debtors (a) receive written notice of the time and place of the Section 341 Meeting and (b) agree on the final form and substance of the Case Commencement Notice with the Bankruptcy Administrator. The Debtors also will post a copy of the Case Commencement Notice on the restructuring website maintained by the Agent. The Debtors hereby request that the Court approve the foregoing procedures as providing sufficient notice of the commencement of these Chapter 11 Cases and the Section 341 Meeting.

26. Courts in this District have granted similar relief. See, e.g., DBMP Order (approving a similar form and manner of service of a case commencement notice); Bestwall Order (same); Kaiser Gypsum Order (same); In re Garlock Sealing Techs. LLC, No. 10-31607 (GRH) (Bankr. W.D.N.C. June 17, 2010) (same).

Notice

27. Notice of this Motion has been provided to: (a) the Bankruptcy Administrator; (b) the parties on the Top Asbestos Counsel List; and (c) counsel to the Debtors' non-debtor affiliates, Trane Technologies Company LLC and Trane U.S. Inc. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be provided.

No Prior Request

28. No prior request for the relief sought in this Motion has been made to this or any other Court in connection with these Chapter 11 Cases.

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

Dated: June 18, 2020
Charlotte, North Carolina

Respectfully submitted,

/s/ John R. Miller, Jr.
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PROPOSED ATTORNEYS FOR DEBTORS
AND DEBTORS IN POSSESSION

Exhibit A

Case Commencement Notice

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

In re

ALDRICH PUMP LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-____ (___)

(Jointly Administered)

**NOTICE OF COMMENCEMENT OF
CHAPTER 11 CASES AND MEETING OF CREDITORS**

Commencement of Chapter 11 Cases. On June 18, 2020, Aldrich Pump LLC, a North Carolina limited liability company, and Murray Boiler LLC, a North Carolina limited liability company, (together, the "Debtors")² filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Western District of North Carolina, Charlotte Division (the "Court").

Chapter 11 of the Bankruptcy Code allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed (*i.e.*, approved) by the Court. Eventually, when such a plan is proposed, you may be sent a copy of the plan and a related disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. You will be sent notice of the date of the confirmation hearing to consider approval of the plan, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the Debtors will remain in possession of their property and may continue to operate any businesses and manage any properties.

Attorneys for the Debtors. The attorneys representing the Debtors are (a) Brad B. Erens, Mark A. Cody, and Caitlin K. Cahow, Jones Day, 77 West Wacker, Chicago, Illinois 60601, Telephone: (312) 782-3939, Facsimile: (312) 782-8585; (b) Gregory M. Gordon, Jones Day, 2727 N. Harwood Street, Dallas, Texas 75201, Telephone: (214) 220-3939, Facsimile: (214) 969-5100; and (c) C. Richard Rayburn, Jr. and John R. Miller, Jr., Rayburn Cooper & Durham, P.A., 227 West Trade Street, Suite 1200, Charlotte, North Carolina 28202, Telephone: (704) 334-0891, Facsimile: (704) 377-1897.

Meeting of Creditors. Pursuant to section 341 of the Bankruptcy Code, the United States Bankruptcy Administrator for the Western District of North Carolina (the "Bankruptcy Administrator") has scheduled a meeting of creditors to be held on _____, 2020, at _____:_____.m., **prevailing Eastern Time**, at the Office of the Bankruptcy Administrator,

¹ The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors' address is 800-E Beaty Street, Davidson, North Carolina 28036.

² The Debtors were formerly Texas limited liability companies.

402 West Trade Street, Suite 200, Charlotte, North Carolina 28202. The Debtors' representatives must be present at the meeting to be examined under oath by the Bankruptcy Administrator 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 specified in a notice filed with the Court.

Creditors Generally May Not Take Certain Actions. In most instances, the filing of the bankruptcy case automatically stays certain collection and other actions against the Debtors and the Debtors' property. Actions against other parties may be subject to the automatic stay to the extent such actions effectively are actions against the Debtors or their property or seek to pursue causes of action owned by the bankruptcy estates. Under certain circumstances, the Debtors may request that the Court extend or impose a stay with respect to additional entities. [Here, the Debtors have obtained a temporary restraining order (the "Stay Order"), and are seeking a preliminary injunction, extending or applying the automatic stay to certain non-debtor affiliates and other parties (to the extent it does not already apply).] Prohibited actions are listed in section 362(a) of the Bankruptcy Code and common examples include: (a) contacting the Debtors by telephone, mail or otherwise to demand payment of a pre-bankruptcy obligation; (b) taking actions to collect money or obtain property from the Debtors; (c) starting or continuing lawsuits against the Debtors; and (d) repossessing or foreclosing upon the Debtors' property. See 11 U.S.C. § 362(a). [By virtue of the Stay Order, these actions likewise are prohibited as to the Debtors' non-debtor affiliates and other parties identified therein (to the extent these actions were not already prohibited by the automatic stay).] If unauthorized actions are taken by a creditor against the Debtors or their property or against any party covered by the automatic stay [or the Stay Order], the Court may penalize that creditor. A creditor who is considering taking action against the Debtors or their property, or any affiliate of the Debtors, should review, among other things, section 362(a) of the Bankruptcy Code[, the Stay Order and any other applicable orders of the Court] and seek legal advice.

Claims. A Proof of Claim is a signed statement describing a creditor's claim. A Proof of Claim form is not included with this Notice, but you can obtain one at any United States Bankruptcy Court Clerk of Court's office or online at www.ncwb.uscourts.gov. You may look at the Debtors' schedules of assets and liabilities that have been, or will be, filed (a) at the Clerk of Court's office, (b) by accessing the website maintained by the Debtors' claims and noticing agent at www.kccllc.net/aldrich free of charge, or (c) by accessing PACER on the Court's website at <https://www.ncwb.uscourts.gov> for a nominal fee. If your claim is scheduled and is not listed as disputed, contingent, or unliquidated, it will be allowed in the amount scheduled unless you have filed a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all or if your claim is listed as disputed, contingent, or unliquidated, then you must file a Proof of Claim if a bar date is set or you might not be paid any money on your claim and may be unable to vote on a plan. **The Bankruptcy Court has not yet set a deadline to file Proofs of Claim. If a deadline (a "bar date") is set, you will be sent another notice.** A secured creditor retains rights in its collateral regardless of whether that creditor files a Proof of Claim. Filing a Proof of Claim may submit the creditor to the jurisdiction of the Bankruptcy Court, with consequences a lawyer can explain. For example, a secured creditor who files a Proof of Claim may surrender important nonmonetary rights, including the right to a jury trial. **Do not include this notice with any filing you make with the Court.**

Notice of Bar Dates for Proofs of Claim. No bar date has yet been established for the filing of Proofs of Claim. If and when a bar date is established, a separate notice of the bar date (the "Bar Date Notice") will be provided. Any such 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.

Filing Deadline for a Creditor with a Foreign Address. A deadline for filing claims may be set in a later Court order and, if so, will apply to all creditors unless the order provides otherwise. If notice of the order setting the deadline is sent to a creditor at a foreign address, the creditor may file a motion requesting the Court to extend the deadline. There is no assurance that such a motion would be granted. Consult a lawyer familiar with United States bankruptcy law if you have any questions regarding your rights in this case.

Case Management and Administrative Procedures. On _____, 2020, the Court entered an Order establishing certain notice, case management, and administrative procedures [Dkt. ____] (the "Case Management Order"). All parties who desire to participate in these cases must follow the procedures set forth therein. A copy of the procedures approved by the Case Management Order is available from the sources described below.

Deadline to File a Complaint to Determine Dischargeability of Certain Debts. Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that you may never try to collect the debt from the Debtors, except as provided in the plan. If you believe that a debt owed to you is not dischargeable under section 1141(d)(6)(A) of the Bankruptcy Code, you must start a lawsuit by filing a complaint in the Court by _____, 2020 (i.e., 60 days after the meeting of creditors described above). The Clerk of Court's Office must receive the complaint and any required filing fee by such deadline.

How to Obtain Documents. Electronic copies of all pleadings or other documents filed in these cases may be obtained for \$0.10 per page or up to \$3.00 per document for most documents via PACER on the Court's web site at <http://ecf.ncwb.uscourts.gov>. Paper copies of all pleadings or other documents filed in these cases may be obtained by sending a written request to the Debtors' claims and noticing agent, Kurtzman Carson Consultants LLC (the "Agent"), at aldrichinfo@kccllc.com, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245 (Attn: Aldrich Claims Processing Center), or by contacting the Agent by telephone at (866) 573-9926. Additionally, free electronic copies of certain pleadings or other documents filed in these cases will be posted on the Agent's website at www.kccllc.net/aldrich as soon as possible after filing.

Court Filings. These cases have been assigned to the electronic case filing system. Any paper that you file in these bankruptcy cases should be filed through the Court's electronic case filing (ECF) system, which may be accessed at <https://www.ncwb.uscourts.gov> or <http://ecf.ncwb.uscourts.gov>. Alternatively, papers may be filed at the Clerk of Court's office at the U.S. Bankruptcy Court, Western District of North Carolina, Office of the Clerk of Court, 401 West Trade Street, Room 111, Charlotte, North Carolina 28202. Filings in these cases may be accessed via the Court's web site at <http://www.ncwb.uscourts.gov> or <http://ecf.ncwb.uscourts.gov>.

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

Dated: _____

Clerk of the United States Bankruptcy Court
For the Western District of North Carolina
401 West Trade Street, Room 111
Charlotte, North Carolina 28202

Exhibit B

Proposed Order

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

In re

ALDRICH PUMP LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-____ (___)

(Jointly Administered)

ORDER (I) AUTHORIZING THE FILING OF (A) CONSOLIDATED MASTER LIST OF CREDITORS AND (B) CONSOLIDATED LIST OF 20 LAW FIRMS WITH SIGNIFICANT ASBESTOS CASES AGAINST THE DEBTORS IN LIEU OF LISTS OF 20 LARGEST UNSECURED CREDITORS; (II) APPROVING CERTAIN NOTICE PROCEDURES FOR ASBESTOS CLAIMANTS; AND (III) APPROVING THE FORM AND MANNER OF NOTICE OF COMMENCEMENT OF THESE CASES

This matter coming before the Court on the *Motion of the Debtors for an Order*:

(I) Authorizing the Filing of (A) Consolidated Master List of Creditors and (B) Consolidated List of 20 Law Firms With Significant Asbestos Cases Against the Debtors in Lieu of Lists of 20 Largest Unsecured Creditors; (II) Approving Certain Notice Procedures for Asbestos

¹ The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors' address is 800-E Beaty Street, Davidson, North Carolina 28036.

Claimants; and (III) Approving the Form and Manner of Notice of Commencement of These Cases (the "Motion"),² filed by the debtors and debtors in possession in the above-captioned cases (together, the "Debtors"); the Court having reviewed the Motion and having considered the statements of counsel and the evidence adduced with respect to the Motion at a hearing before the Court (the "Hearing"); the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, (c) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (d) notice of the Motion and the Hearing was sufficient under the circumstances, (e) the relief requested in the Motion is in the best interests of the Debtors' estates and parties in interest, and (f) the Notice Procedures (i) provide for adequate notice to Asbestos Claimants, (ii) are reasonable and appropriate under the circumstances, and (iii) are reasonably calculated, under all the circumstances, to apprise the Asbestos Claimants of the noticed matters and afford them an opportunity to be heard thereon; and the Court having determined that the legal and factual bases set forth in the Motion and the First Day Declarations and at the Hearing establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Debtors are authorized to file a consolidated Creditor List.
3. The Debtors are authorized to file the Top Asbestos Counsel List in lieu of listing the 20 individual creditors, excluding insiders, with the largest unsecured claims against each Debtor on the Top 20 Lists. By filing the Top Asbestos Counsel List, the Debtors shall be

² Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

deemed to comply fully with (a) Bankruptcy Rule 1007(d) and (b) Local Bankruptcy Rule 1007-1(b) with respect thereto.

4. The Debtors are authorized to serve all notices, mailings, filed documents, and other communications relating to the Chapter 11 Cases on the Asbestos Claimants in care of their counsel (including counsel of record in asbestos-related proceedings) (each, an "Asbestos Firm") at such counsel's address, including e-mail address. For an Asbestos Firm representing multiple Asbestos Claimants, the Debtors may serve each document only a single time on such Asbestos Firm (at each relevant address) on behalf of all of such counsel's clients; *provided that* any notice or other document relating specifically to one or more particular Asbestos Claimants (rather than all Asbestos Claimants represented by an Asbestos Firm) shall clearly identify the parties to whom it relates.

5. The Debtors are authorized to list the names, addresses, and other contact information, as applicable, of the Asbestos Firms in any creditor or service list, including the creditor matrix provided to the Court or filed on the docket, in lieu of listing the contact information of individual Asbestos Claimants.

6. The Case Commencement Notice, substantially in the form attached to the Motion as Exhibit A along with such changes as are agreed upon by the Debtors and the Bankruptcy Administrator, is hereby approved.

7. The Agent is authorized and directed to serve the Case Commencement Notice, substantially in the form attached to the Motion as Exhibit A, subject to any revisions agreed upon by the Debtors and the Bankruptcy Administrator, not later than five business days after the Debtors (a) receive written notice from the Bankruptcy Administrator of the time and

place of the Section 341 Meeting and (b) agree on the form and substance of the Case Commencement Notice with the Bankruptcy Administrator.

8. The Agent shall serve the Case Commencement Notice by regular mail, postage prepaid, on those entities entitled to receive the Case Commencement Notice pursuant to Bankruptcy Rule 2002(a) and the Notice Procedures approved herein. The Debtors also will post a copy of the Case Commencement Notice on the restructuring website maintained by the Agent at www.kccllc.net/aldrich.

9. Service of the Case Commencement Notice in accordance with this Order is approved in all respects and is deemed sufficient notice to all parties in interest of the commencement of the Chapter 11 Cases and the Section 341 Meeting under the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules.

10. Pursuant to Local Bankruptcy Rule 9013-1(f), any party shall be entitled to request that the Court reconsider entry of this Order by filing a motion for reconsideration within 14 days of service of this Order.

11. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

12. This Court shall retain exclusive jurisdiction over any and all matters arising from or related to the implementation, enforcement, or interpretation of this Order.

This Order has been signed electronically.
The Judge's signature and Court's seal appear
at the top of the Order.

United States Bankruptcy Court