

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

In re:)	Chapter 11
)	
WELDED CONSTRUCTION, L.P., <i>et al.</i> , ¹)	Case No. 18-12378 (KG)
)	(Jointly Administered)
Debtors.)	Re: D.I. 291
)	

**CERTIFICATION OF COUNSEL REGARDING ORDER APPROVING
STIPULATION BETWEEN COMMITTEE, DEBTORS AND DIP LENDER TO EXTEND
THE DEADLINE UNDER PARAGRAPH 2(h) OF THE FINAL DIP ORDER**

The undersigned counsel for the Official Committee of Unsecured Creditors of Welded Construction, L.P., *et al.* (the “Committee”), hereby certifies as follows:

1. On November 30, 2018, the Court entered the *Final Order (I) Authorizing the Debtors to Obtain Postpetition Secured Financing, (II) Authorizing the Use of Cash Collateral, (III) Granting Liens and Superpriority Administrative Expense Status, (IV) Granting Adequate Protection, and (V) Modifying the Automatic Stay* (the “Final DIP Order”) (D.I. 291).

2. Paragraph 2(h) of the Final DIP Order provides, inter alia, that “no more than \$75,000 of the proceeds of DIP Facility or the DIP Collateral or Cash Collateral may be used by the Committee to investigate the prepetition conduct of the Debtors and their affiliates and insiders (including, without limitation, holders of equity interests in the Debtors) for a period of no more than sixty (60) days after entry of this Order or such later date consented to in writing by the DIP Lender.” Final DIP Order at ¶2(h).

3. The Committee, Debtors and the DIP Lender have agreed to extend the deadline in

¹ 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.



Paragraph 2(h) of the Final DIP Order by 30 days, through and including February 28, 2019, or such later date consented to in writing by the DIP Lender, as set forth in the Stipulation attached as **Exhibit A** to the proposed order attached hereto as **Exhibit 1**.

4. The Committee respectfully requests that the Court approve the Stipulation and enter the proposed order attached hereto as **Exhibit 1**.

Dated: January 22, 2019
Wilmington, Delaware

BLANK ROME LLP

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EXHIBIT 1

Proposed Order

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

In re:)
)
WELDED CONSTRUCTION, L.P., *et al.*,)
)
Debtors.)
)
)
)
)
)

Chapter 11
Case No. 18-12378 (KG)
(Jointly Administered)
Re: D.I. ____

**ORDER APPROVING STIPULATION BETWEEN COMMITTEE,
DEBTORS AND DIP LENDER TO EXTEND THE
DEADLINE UNDER PARAGRAPH 2(h) OF THE FINAL DIP ORDER**

Upon consideration of the *Stipulation Between Committee, Debtors and DIP Lender to Extend the Deadline Under Paragraph 2(h) of the Final DIP Order*, attached hereto as **Exhibit A**; and after due deliberation; and sufficient cause appearing therefor, it is hereby **ORDERED**:

1. The Stipulation attached hereto as **Exhibit A** is APPROVED.
2. This Order shall be effective immediately upon entry.
3. The Court shall retain jurisdiction over any matter or dispute arising from or related to the implementation or interpretation of this Order.

EXHIBIT A

Stipulation

**IN THE UNITED STATES BANKRUPTCY COURT
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)	
)	

**STIPULATION BETWEEN COMMITTEE, DEBTORS AND
DIP LENDER TO EXTEND THE DEADLINE UNDER
PARAGRAPH 2(h) OF THE FINAL DIP ORDER**

This Stipulation is entered into by and among the Official Committee of Unsecured Creditors of Welded Construction, L.P., *et al.* (the “Committee”), the above-captioned debtors and debtors-in-possession (the “Debtors”), and North American Pipeline Equipment Company, LLC (the “DIP Lender” and together with the Committee and the Debtors, each a “Party” and collectively, the “Parties”).

WHEREAS, on November 30, 2018 the Court entered the *Final Order (I) Authorizing the Debtors to Obtain Postpetition Secured Financing, (II) Authorizing the Use of Cash Collateral, (III) Granting Liens and Superpriority Administrative Expense Status, (IV) Granting Adequate Protection, and (V) Modifying the Automatic Stay* (the “Final DIP Order”) (D.I. 291);

WHEREAS, paragraph 2(h) of the Final DIP Order provides, inter alia, that “no more than \$75,000 of the proceeds of DIP Facility or the DIP Collateral or Cash Collateral may be used by the Committee to investigate the prepetition conduct of the Debtors and their affiliates and insiders (including, without limitation, holders of equity interests in the Debtors) for a period of no more than sixty (60) days after entry of this Order or such later date consented to in writing by the DIP Lender.”;

¹ 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.

WHEREAS, the Committee, Debtors and the DIP Lender have agreed to extend the deadline in Paragraph 2(h) of the Final DIP Order as set forth herein,

NOW, THEREFORE, the Parties each hereby stipulate and agree as follows:

1. Without prejudice to any further extensions, the deadline in Paragraph 2(h) of the Final DIP Order is hereby extended by 30 days, through and including February 28, 2019, or such later date consented to in writing by the DIP Lender.

2. Except as set forth herein, nothing contained in this Stipulation shall constitute an amendment or modification to the Final DIP Order, and the Final DIP Order otherwise remains in full force and effect, and each Party's respective rights and remedies thereunder shall remain unaffected.

[Signatures follow]

AGREED TO BY:

Dated: January 22, 2019

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[Signatures continued on following page]

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