

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF OHIO, EASTERN DIVISION**

In re
UNITED PRODUCERS, INC.
PRODUCERS CREDIT CORPORATON

Debtor and Debtor-in-Possession

Case No. 05-55272
Case No. 05-55273
Jointly Administered
Chapter 11
Judge: Charles M. Caldwell

Re: Dkt. No. 19

MICHAEL D. WEBB, CLERK
U.S. BANKRUPTCY COURT

05 APR 11 AM 10:19

FILED
CLERK

**ORDER ESTABLISHING A BAR DATE FOR FILING
PROOFS OF CLAIM AND PROOFS OF INTEREST**

Upon the motion (the "Motion")¹ of United Producers, Inc. and Producers Credit Corporation ("Debtors") for an order establishing a bar date for filing proofs of claim and proofs of interest and approving form and manner of notice thereof [Docket No. 19]; and it appearing that the relief requested is in the best interests of the Debtors' estate, its creditors, and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and sufficient notice of this Motion and the opportunity for a hearing on this Motion was appropriate under the particular circumstances and that no other and further notice need be given; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157; and it appearing that venue of this proceeding and this Motion is properly in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and after due deliberation and cause appearing therefor; it is hereby ORDERED that:

The Motion, which was served upon the (1) the Office of the United States Trustee for the Southern District of Ohio, Eastern Division, (2) the 20 largest unsecured creditors, and (3) counsel for prepetition secured lender, James T. Markus, and John F. Young, Block, Markus, Williams LLC, 1700 Lincoln Street, Suite 4000, Denver, Colorado 80203, is granted.

1. Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3002(c)(3), all Entities holding or wishing to assert Claims against or Interests in the Debtors arising prior to the Petition Date, are required to file a separate, completed and executed Proof of Claim (in form attached hereto as Exhibit A or a form conforming substantially to Official Bankruptcy Form 10) on account of any Claims or Interests such Entities hold or wish to assert against the Debtors, so that the Proof of Claim is actually received by 4:00 p.m., prevailing Eastern Time, on the Bar Dates, set forth in paragraph 2 below, by the Clerk of this Court at the following address:

Clerk of Courts
U.S. Bankruptcy Court, Southern District of Ohio
170 N. High Street
Columbus, OH 43215

Proofs of Claim may be filed electronically with the U.S. Bankruptcy Court in the Southern District of Ohio using CM/ECF.

¹ Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Motion.

Because the Court has authorized the joint administration of the United Producers, Inc. (Case No. 05-55272) and the Producers Credit Corporation (Case no. 05-55273) cases, Entities holding or wishing to assert Claims or Interests must file such Claims or Interests in the respective case of the debtor against whom such Claim or Interest is asserted.

2. The Bar Dates are as follow:
 - (a) General Bar Date: August 10, 2005 shall be fixed as the last day for filing Proofs of Claim, except as provided below;
 - (b) Governmental Bar Date: October 1, 2005, shall be fixed as the last day for filing Proofs of Claim on behalf of any Governmental Unit, as defined in Section 101(27) of the Bankruptcy Code;
 - (c) Rejection Bar Date: Any Entity asserting a Claim by reason of the rejection of an executory contract or unexpired lease pursuant to Section 502(g) of the Bankruptcy Code, shall file a Proof of Claim on or before the latest of: (a) the General Bar Date; (b) the Governmental Bar Date if such Entity is a Governmental Unit; or (c) thirty (30) calendar days after entry of an order approving the rejection of the executory contract or unexpired lease;
 - (d) Recovery of Voidable Transfer Claims Bar Date: Any Entity asserting a Claim by reason of the recovery of a voidable transfer pursuant to Section 502(h) of the Bankruptcy Code, shall file a Proof of Claim on or before the latest of: (a) the General Bar Date; (b) the Governmental Bar Date if such Entity is a Governmental Unit; or (c) thirty (30) calendar days after entry of an order avoiding such transfer; and
 - (e) Amended Schedule Bar Date: Following the notice of any amendment to the Debtor's Schedules pursuant to Bankruptcy Rule 1009(a), which amendment reduces the liquidated amount or changes the priority of a scheduled Claim, or which reclassifies a scheduled Claim that is noncontingent, liquidated and/or undisputed to be contingent, unliquidated, and/or disputed, the claimant affected by the amendment shall only be permitted to file a Proof of Claim on or before the later of: (a) the Governmental Bar Date if the Entity is a Governmental Unit; or (b) thirty (30) calendar days after the service of the notice of the amendment; provided, however, that such Proof of Claim may not exceed the amount scheduled for such Claim prior to the amendment. No extension of time shall be warranted if the Debtor's amendment to the Schedules increases the Proof of Claim deemed filed pursuant to Section 1111(a) of the Bankruptcy Code.

3. Debtors shall retain the right to: (a) dispute, or assert offsets or defenses against, any filed Proof of Claim or any Claim listed or reflected in the Schedules as to nature, amount, liability, classification, or otherwise; or (b) subsequently designate any Claim listed or reflected in the Schedule as disputed, contingent, and/or unliquidated. Notwithstanding the

foregoing, nothing set forth herein will preclude the Debtors from objecting to any Claim on Interest, whether in the Schedules or filed, on any grounds.

4. The Bar Dates shall apply to all Entities holding Claims against or Interests in the Debtors (whether secured, priority or unsecured) that arose prior to the Petition Date, including the following:

- (a) any Entity whose Claim or Interest is listed as “disputed,” “contingent,” and/or “unliquidated” and that desires to participate in either of the Chapter 11 Cases or share in any distribution in the Chapter 11 Cases;
- (b) any Entity whose Claim or Interest is improperly classified in the Schedules or is listed in an incorrect amount and that desires to have its Claim allowed in a classification or amount other than as set forth in the Schedules; and
- (c) any Entity whose Claim or Interest against the Debtors is not listed in the Schedules.

5. Proofs of Claim need not be filed at this time by any of the following Entities:

- (a) any Entity that has already properly filed a Proof of Claim against the Debtors with the Court;
- (b) any Entity holding a Claim or Interest that is listed in the Schedules (or any amendment thereto) that is not scheduled as being contingent, unliquidated and/or disputed; provided, however, that such Entity must file a Proof of Claim if it believes (i) it is owed a different amount than listed in the Schedules, or (ii) its Claim or Interest is entitled to a different priority than that reflected in the Schedules;
- (c) any Entity having a claim that arose after the Petition Date;
- (d) any Entity holding Claims allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code as administrative expenses of the Chapter 11 Case; or
- (e) any Entity whose claim has been previously allowed or paid.

6. The Proof of Claim form, attached hereto as Exhibit A, is hereby approved and may be used by Entities filing Claims or Interests. Alternatively, Entities that have access to the Court’s electronic filing system may access a PDF writeable Proofs of Claim form that may be used for filing Claims or Interests.

7. Proofs of Claim may be filed electronically or by mail. The United States Bankruptcy Court’s website is www.ohsb.uscourts.gov

8. No later than fifteen (15) calendar days after entry of this Order, the Clerk shall cause to be served by first class United States mail, postage prepaid, this Order and the Proof of Claim form on all Entities listed on the Debtors’ creditors matrix filed pursuant to Local Bankruptcy Rule 1007-2 and Bankruptcy Rule 1007 (as amended, the “Creditors Matrix”). In accordance with Bankruptcy Rule 2002(a)(7), service of this Order and Proof of Claim form in the manner set forth herein shall be deemed good and sufficient notice of the Bar Dates to known Entities.

9. Any Entity that is required to file a Proof of Claim in this Chapter 11 Case but fails to do so in a timely manner shall be forever barred, estopped and enjoined from: (i) filing a Proof of Claim with respect to such Claim or Interest; (ii) asserting such Claim or Interest against the Debtors or their estate or property; (iii) voting on any plan under Chapter 11 of Title 11 filed in the Chapter 11 Case on account of such Claim or Interest; and (iv) participating in any distribution in this Chapter 11 Case on account of such Claim or Interest and the Debtors and the Debtors' property shall be forever discharged from any and all indebtedness or liability with respect to such Claim or Interest.

10. All Entities asserting Claims against or Interests in the Debtors' estate are required to file Proofs of Claim in English and in U.S. dollars. If an Entity does not specify the amount of its Claim in U.S. dollars, the Debtors reserve the right to convert such Claim or Interest to U.S. dollars using the applicable conversion rate as of the Petition Date, unless the Debtors deem another date more appropriate.

11. With respect to Bar Date Notices sent outside of the United States, the Debtors reserve the right to translate such Bar Date Notices in the language that the Debtors deem appropriate.

12. The provisions of this Order apply to all Claims and Interests, of whatever character, against or in the Debtors or their estates, whether secured or unsecured, priority or nonpriority, liquidated or unliquidated, fixed or contingent.

13. All Entities that desire to rely on the Schedules with respect to filing a Proof of Claim in the Debtors' Chapter 11 Case shall have the responsibility for determining that their Claims are accurately listed therein.

14. The Debtors are authorized and empowered to take all actions and execute all documents or refrain from any actions necessary or appropriate to implement the relief granted in this Order.


15. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

16. Notwithstanding the possible applicability of Bankruptcy Rules 6004(g), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

17. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

18. If you have any questions regarding this Order contact The Garden City Group, Inc. at 1-800-335-8799.

IT IS SO ORDERED.


United States Bankruptcy Judge

cc: Reginald W. Jackson

APR 11 2005

UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF _____		PROOF OF CLAIM
Name of Debtor _____		Case Number _____
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): _____		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
Name and address where notices should be sent: _____		
Telephone number: _____		
Account or other number by which creditor identifies debtor: _____		THIS SPACE IS FOR COURT USE ONLY
		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		
<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)		
2. Date debt was incurred: _____		3. If court judgment, date obtained: _____
4. Total Amount of Claim at Time Case Filed: \$ _____ (unsecured) _____ (secured) _____ (priority) <u>0.00</u> (Total) If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5. Secured Claim. <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges <u>at time case filed</u> included in secured claim, if any: \$ _____		7. Unsecured Priority Claim. <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,925)* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units-11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). *Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
6. Unsecured Nonpriority Claim \$ _____ <input type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		THIS SPACE IS FOR COURT USE ONLY
8. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		
9. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
10. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim		
Date _____	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): _____	

INSTRUCTIONS FOR PROOF OF CLAIM FORM

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

DEFINITIONS

Debtor

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

Creditor

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

Proof of Claim

A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the clerk of the bankruptcy court where the bankruptcy case was filed.

Secured Claim

A claim is a secured claim to the extent that the creditor has a lien on property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before the bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*.)

Unsecured Claim

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

Unsecured Priority Claim

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

Items to be completed in Proof of Claim form (if not already filed in)

Court, Name of Debtor, and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the court, all of this information is near the top of the notice.

Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in the last four digits of your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Claim at Time Case Filed:

Fill in the applicable amounts, including the total amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Secured Claim:

Check the appropriate place if the claim is a secured claim. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured. (See DEFINITIONS, above).

6. Unsecured Nonpriority Claim:

Check the appropriate place if you have an unsecured nonpriority claim, sometimes referred to as a "general unsecured claim". (See DEFINITIONS, above.) If your claim is partly secured and partly unsecured, state here the amount that is unsecured. If part of your claim is entitled to priority, state here the amount not entitled to priority.

7. Unsecured Priority Claim:

Check the appropriate place if you have an unsecured priority claim, and state the amount entitled to priority. (See DEFINITIONS, above). A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

8. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

9. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.