

**IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:	)	Chapter 11
	)	
MARCO WOOD PRODUCTS INC., (TIN 38-1909252)	)	Case No. 05-68820
BACKYARD BUILDINGS, INC., (TIN 32-0106861)	)	Case No. 05-68824
HEARTLAND INDUSTRIES, INC. (DE) (TIN 22-2715405)	)	Case No. 05-68825
	)	
Debtors.	)	Honorable Thomas J. Tucker

**ORDER DIRECTING JOINT ADMINISTRATION OF THE DEBTORS'
CHAPTER 11 CASES PURSUANT TO FED. R. BANKR. P. 1015(b)**

Upon the first day motion (the "Motion"), of the above-captioned debtors (collectively, the "Debtors") for entry of an order (the "Order") pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") authorizing and directing the joint administration of the above-captioned chapter 11 cases (the "Chapter 11 Cases"); and the Court having reviewed the Motion and all responses thereto, and the Affidavit of Robert T. Blair in Support of Certain First Day Motions; and having determined that notice of the Motion was adequate and proper under the circumstances; and that no further notice is necessary or required; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(a); and it appearing that the Debtors are "affiliates" within the meaning of section 101(2) of the Bankruptcy Code; and it appearing that joint administration of the Chapter 11 Cases is appropriate pursuant to Bankruptcy Rule 1015(b); and it appearing that the relief requested is in the best interests of the Debtors, their respective estates, creditors and equity security holders; and after due deliberation and sufficient cause appearing therefore; it is hereby

1. ORDERED that the Motion is granted; and it is further

2. ORDERED that these Chapter 11 Cases shall be, and hereby are, consolidated for procedural purposes only and shall be administered jointly by the Court in accordance with Bankruptcy Rule 1015(b); and it is further

3. ORDERED that nothing contained in this Order shall affect a creditor's obligation to file its claim(s) in the appropriate case; and it is further

4. ORDERED that the Clerk of the Court shall maintain one file and one docket for all of these jointly administered Chapter 11 Cases, which file and docket shall be the file and docket for Marco Wood Products Inc., Case No. 05-68820 and it is further ORDERED that the caption of these jointly administered Chapter 11 Cases shall be as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:	)	Chapter 11
	)	
MARCO WOOD PRODUCTS INC., <u>et al.</u> , ¹	)	Case No. 05-68820
	)	(Jointly Administered)
Debtors.	)	
	)	Tax Identification #32-0106861
	)	
	)	Honorable Thomas J. Tucker

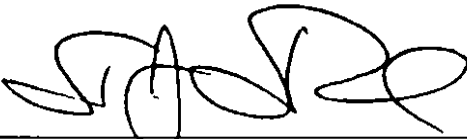
¹ The Debtors in these jointly administered proceedings are: Backyard Buildings, Inc. } Marco Wood
Products Inc. and Heartland Industries, Inc. (DE) (#05-68825) } (#05-68824)

5. AND IT IS FURTHER ORDERED that a docket entry shall be made in each of the above-captioned cases substantially as follows:

"An Order has been entered in this case directing under Rule 1015(b) of the Federal Rules of Bankruptcy Procedure the procedural consolidation and joint administration of the Chapter 11 Cases of Backyard Buildings, Inc., Marco Wood Products Inc. and Heartland Industries, Inc. (DE). Hereafter, the docket for Case No. 05-68820 should be consulted for all matters affecting these Debtors."

6. AND IT IS FURTHER ORDERED that this Order shall constitute notice and be served upon all parties listed on the matrix of each of the jointly administered cases as described herein.

Dated: 9-8-, 2005


UNITED STATES BANKRUPTCY JUDGE

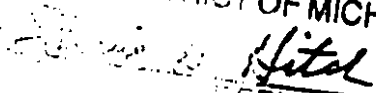
Approved for Entry:

OFFICE OF THE UNITED STATES TRUSTEE
FOR THE EASTERN DISTRICT OF MICHIGAN

By: _____

Its: _____

(TJF)

CLERK, U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
BY: 
DEPUTY CLERK
Date: SEP - 8 2005

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:	)	Chapter 11
	)	
MARCO WOOD PRODUCTS INC., <u>et al.</u> , ¹	)	Case No. 05-68820
	)	(Jointly Administered)
Debtors.	)	
	)	Tax Identification #32-0106861
	)	
	)	Honorable Thomas J. Tucker

**RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 SEP 15 AM 11:09**

**ORDER GRANTING FIRST DAY MOTION OF THE DEBTORS FOR
ORDER UNDER 11 U.S.C. § 105(a) AUTHORIZING PAYMENT OF
(I) CERTAIN CRITICAL PREPETITION SHIPPING AND WAREHOUSE CHARGES;
AND (II) CERTAIN CONTRACTORS IN SATISFACTION OF PERFECTED OR
POTENTIAL MECHANICS' OR SIMILAR LIENS OR INTERESTS**

This matter having come before the Court on the First Day motion of the Debtors (the "Motion") for an order under 11 U.S.C. § 105(a) authorizing the Debtors to pay (i) certain prepetition shipping charges, import obligations, and warehouse charges; and (ii) certain contractors in satisfaction of potential mechanics', artisan's or similar liens (the "Motion"), filed by the above-captioned debtors (the "Debtors"); the Court having reviewed the Motion and having heard the statements of counsel in support of the relief requested in 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) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and (c) notice of the Motion was sufficient under the circumstances; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein;

THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

¹ The Debtors in these jointly administered proceedings are: Backyard Buildings, Inc., Marco Wood Products Inc. and Heartland Industries, Inc. (DE).

1. The Motion is GRANTED.

(TJ) 2. The Debtors are hereby authorized to pay the Carriers on account of certain import expenses, incurred both pre- and post-petition, including customs duties, general order penalties, ocean freight, air freight, trucking charges, warehousemen's claims, brokerage fees, detention and demurrage fees, surety bond premiums, consolidation and deconsolidation charges, and other related charges (the "Import Obligations") associated with goods, materials, products, supplies, and related items from outside the United States (the "Imported Goods"); *

(TJT) 3. The Debtors are hereby authorized to pay the Carriers for fees and charges, both pre- and post-petition, to ship, transport, store, and deliver goods, materials, products, supplies, and related items (the "Shipping Claims"); *

4. The Debtors will serve the Carriers with this order, as well as serving a copy of this order on any other party paid pursuant to the authority granted by this order within 5 days of entry of this order.

5. The Debtors are authorized to pay mechanics, tradespersons, and contractors (the "Contractors") on account of services that give rise to a right to payment that is or could become secured by a mechanic's, materialmen's, artisan's or other similar lien on the Debtors' assets. The Debtors may pay a Contractor Claim only if (a) the Contractor has perfected or, in the Debtors' business judgment, is capable of perfecting, one or more liens or interests to secure payment of the Contractor Claim; and (b) subject to the understanding that the Debtors reserve all rights regarding the extent, validity, perfection, or possible avoidance of any liens or interests that may be or may have been asserted or filed by the Contractor.

6. Any Contractor or any other person accepting payment pursuant to the terms of this Order is deemed to have agreed to continue to provide post-petition services as requested by

(TJT) * The authorization in paragraphs 2 and 3 to pay pre-petition debt is limited to pre-petition debt associated with goods, materials, products, supplies, and related items that have not been delivered as of the date of this Order.

the Debtors according to the ordinary and customary trade terms in effect prior to the Petition Date (the "Customary Terms") or under no less favorable terms. Any payment to any person under this Order will be accompanied by a copy of this Order;

7. The aggregate amount of the Import Obligations, Shipping Claims and Contractor Claims paid pursuant to the authority granted by this Order shall not exceed \$550,000.00, ~~unless~~ ^(TJT) ~~otherwise provided for in any DIP Budget.~~

8. If any third party accepts payment pursuant to this Order and subsequently fails or refuses to continue to provide goods and/or services on Customary Terms during the pendency of these Chapter 11 cases, then (a) any payment received on account of a prepetition claim will be deemed to be an unauthorized postpetition transfer and, accordingly, will be deemed recoverable by the Debtors in cash upon written request; and (b) upon recovery by the Debtors, any such prepetition claim will be reinstated as if the payment had not been made; provided, however, that nothing will preclude such third party from contesting such treatment by making a written request to the Debtors to schedule a hearing before this Court, which the Debtors will set for the next regularly-scheduled hearing date occurring more than ten (10) days after the date of receipt of such request.

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

IT IS SO ORDERED.

Dated: 9-8-, 2005

SEP - 9 2005


UNITED STATES BANKRUPTCY JUDGE

(TJT) 10. Debtors must promptly serve a copy of this Order on all creditors and other parties on the matrix / matrices in these cases.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:	)	Chapter 11
	)	
MARCO WOOD PRODUCTS INC., <u>et al.</u> , ¹	)	Case No. 05-68820
	)	(Jointly Administered)
Debtors.	)	
	)	Tax Identification #32-0106861
	)	
	)	Honorable Thomas J. Tucker

ORDER ESTABLISHING NOTICE AND SERVICE REQUIREMENTS

This matter having come before the Court upon consideration of the First Day Motion (the "Motion") of the Debtors (the "Debtors") for an Order Establishing Notice and Service Requirements (the "Order"); the Court having reviewed the Motion and having heard the statements of counsel in support of the relief requested in 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) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and (c) notice of this Order was sufficient; and the Court having determined that the Order is necessary to increase the speed and efficiency of the service process in the Debtors' bankruptcy cases;

THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. Service by the Debtor or any other party in interest of notice of all Limited Notice Proceedings (as defined in the Motion) shall be limited to the following parties:

- a. Backyard Buildings, Inc., 6400 E 11 Mile Road, Warren, MI 48091-4101
(Attention: Jack Wissman and Ed Spinelli);

¹ The Debtors in these jointly administered proceedings are: Backyard Buildings, Inc., Marco Wood Products Inc. and Heartland Industries, Inc. (DE).

- b. Pepper Hamilton, LLP, counsel to the Debtors, 100 Renaissance Center #3600, Detroit, MI, 48243-1157 (Attention: I. William Cohen and Hannah Mufson);
- c. the Debtors' 30 largest unsecured creditors, until an Official Committee of Unsecured Creditors is appointed, and then upon the chairman of that Committee and its counsel;
- d. Dubin Clark & Company, Inc., 485 West Putnam Avenue, Greenwich, CT 06830, telephone: 203-629-2030, facsimile: 203-629-2235 (attention: Robert T. Blair);
- e. Carl Marks Advisory Group LLC, financial advisor to the Debtors, 900 Third Avenue, 33rd Floor, New York, NY, 10022-4775 (Attention: Douglas Booth);
- f. Dykema Gossett PLLC, counsel to JPMorgan Chase, 400 Renaissance Center, Detroit, MI, 48243, telephone: 313-568-6800, facsimile: 313-568-6658 (attention: Ronald L. Rose and Sheryl L. Toby);
- g. the Office of the United States Trustee, 211 West Fort Street, Suite 700, Detroit, Michigan, 48226;
- h. All secured creditors;
- i. parties directly affected by the Limited Notice Proceeding in question; and
- j. All parties who have filed a request for notices in this case pursuant to Bankruptcy Rule 2002.

2. The Debtors are relieved from the requirement of serving all taxing authorities with all pleadings pursuant to Local Bankruptcy Rule 2002-1. The Debtors are hereby required to serve the taxing authorities with (1) notice of the commencement of their bankruptcy cases, (2) the Motion, along with this Order, (3) any notice regarding the deadline for filing proofs of claim, and (4) any pleading that directly concerns the taxing authorities.

3. Notwithstanding the foregoing, if the Bankruptcy Code, the Bankruptcy Rules, the Local Rules of the Bankruptcy Court for the Eastern District of Michigan ("Local Rules") or an order of this Court permit notice of a particular type of proceeding to be given to fewer parties than those identified in the preceding paragraph, the Debtors shall be permitted to give notice

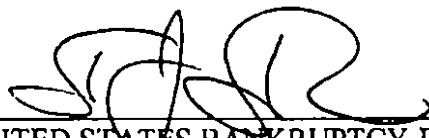
only to those parties who are entitled to receive such notice under the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, or an order of this Court.

4. In addition to the methods of service authorized by the Federal Rules of Civil Procedure and the Bankruptcy Rules, service by the Debtors of notices, pleadings and other documents by electronic mail, facsimile or by deposit with a reputable overnight delivery service shall be, and hereby is, authorized and deemed the equivalent of service by hand delivery for all purposes in the Debtors' Chapter 11 Cases, other than for purposes of service of process pursuant to Bankruptcy Rule 7004.

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

IT IS SO ORDERED.

Dated: 9-8, 2005


UNITED STATES BANKRUPTCY JUDGE

Approved for Entry:

OFFICE OF THE UNITED STATES TRUSTEE
FOR THE EASTERN DISTRICT OF MICHIGAN

(TJT)

By: _____

Its: _____

SEP - 9 2005

6. Debtors must promptly serve a copy of this
(TJT) Order on all creditors and others listed on the matrix
/matrices for these cases.

UNITED STATES BANKRUPTCY COURT

EASTERN DISTRICT OF MICHIGAN (Detroit)

Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors & Deadlines

A chapter 11 bankruptcy case concerning the debtor Corporations listed below was filed on **September 6, 2005**.

You may be a creditor of the debtor. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. **You will not receive notice of all documents filed in these cases.** All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below, and at www.bmcgroup.com/bbi. **NOTE:** The staff of the bankruptcy clerk's office cannot give legal advice.

See Reverse Side For Important Explanations.

Debtor (name(s): Marco Wood Products Inc. (TIN 38-1909252), Case No. 05-68820 (lead case); Backyard Buildings, Inc. (TIN 32-0106861), Case No. 05-28824; Heartland Industries, Inc. (DE) (TIN 22-2715405), Case No. 05-68825.

Address of lead case: 6400 E. Eleven Mile Road, Warren, MI 48091 (Addresses of companion cases are: SAME)

Case Number: 05-68820 (Marco Wood Products Inc.)

EIN or other Taxpayer ID Nos.: See above

Attorney for Debtor (name and address):

PEPPER HAMILTON LLP
I. William Cohen
Hannah J. Mufson
100 Renaissance Center, 36th Floor
Detroit, Michigan 48243-1157

Telephone number:

(313) 259-7110

Meeting of Creditors:

Date: **October 13, 2005**

Time: **10:00 a.m. EDT**

Location: 211 West Fort Street Building, Room 743, (NOT AT THE LEVIN COURTHOUSE), Detroit, MI 48226

Deadlines to File a Proof of Claim:

Proofs of Claim must be received by the bankruptcy clerk's office by the following deadline:

For all creditors (except a governmental unit): NOT YET SET.

Notice: The BMC Group ("BMC") is the court-appointed claims agent for the Debtors and can provide additional claim forms and information on filing claims. BMC can be reached at: 1330 East Franklin Avenue, El Segundo, CA 9024, telephone (888) 909-0100. A **Proof of Claim Form** is enclosed with this notice. Proof of Claim forms are available in the clerk's office of any bankruptcy court, as well as the following web sites: <http://www.mieb.uscourts.gov/> or <http://www.bmccorp.net/>

Where to Send Proofs of Claim

Proofs of Claim sent by regular U.S. mail shall be sent to c/o BMC, P.O. Box 977, El Segundo, CA 90245-0977. Proofs of Claim sent by messenger or overnight courier shall be sent to c/o BMC 1330 E. Franklin Ave., El Segundo, CA 90245.

Offers to Purchase Claims

Certain entities are in the business of purchasing claims held by creditors against a debtor for an amount that is less than the face amount of the claims. One or more of these entities may contact you and offer to purchase your claim against one or more of the Debtors. Some of the written communications from these entities may be easily confused with official Bankruptcy Court documentation or communications from the Debtors. These entities do not represent the Bankruptcy Court or the Debtors. Therefore, you have no obligation to sell your claim to these entities.

Explanations	
Filing of Chapter 11 Bankruptcy Case	A bankruptcy case under chapter 11 of the Bankruptcy Code (title 11, United States Code) has been filed in this court by or against the debtor listed on the front side, and an order for relief has been entered. Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan and a disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. Unless a trustee is serving, the debtor will remain in possession of the debtor's property and may continue to operate any business.
Creditors May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code §362. Common examples of prohibited actions include contacting the debtor by telephone, mail or otherwise to demand repayment; taking actions to collect money or obtain property from the debtor; repossessing the debtor's property; starting or continuing lawsuits or foreclosures.
Meeting of Creditors	A meeting of creditors is scheduled for the date, time and location listed on the front side. <i>The debtor's representative must be present at the meeting to be questioned under oath by the trustee and by creditors.</i> Creditors are welcome to attend, but are not required to do so. The meeting may be continued and concluded at a later date without further notice.
Claims	A Proof of Claim is a signed statement describing a creditor's claim. You may look at the schedules that have been or will be filed at the bankruptcy clerk's office. If your claim is scheduled and is <i>not</i> listed as disputed, contingent, or unliquidated, it will be allowed in the amount scheduled unless you file 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 <i>or</i> if your claim is listed as disputed, contingent, or unliquidated, then you must file a Proof of Claim by the "Deadline to File a Proof of Claim" listed on the front side, or you might not be paid any money on your claim against the debtor in the bankruptcy case.
Discharge of Debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code §1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan.
Bankruptcy Clerk's Office	Any paper that you file in this bankruptcy case should be filed at the bankruptcy clerk's office at the address listed on the front side. You may inspect all papers filed, including the list of the debtor's property and debts, at the bankruptcy clerk's office.
Legal Advice	The staff of the bankruptcy clerk's office cannot give legal advice. You may want to consult an attorney to protect your rights.
Number of pages of schedules: secured, priority, unsecured. No Schedules Filed At This Time. PURSUANT TO LBR 1007-1(d) the Court may dismiss this case without a hearing if the debtor(s) do not timely file all required documents and if no request for a hearing on dismissal is filed within 20 days after the petition is filed. The Clerk will give notice of the hearing on dismissal only to the party requesting the hearing, the debtor and the trustee.	

Creditors May Not Take Certain Actions:

The filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized.

Address of the Bankruptcy Clerk's Office:	For the Court:
211 West Fort Street Detroit, MI 48226	Clerk of the Bankruptcy Court: Sheila Tighe
For directions to the court or other information call: (313) 234-0065	Dated: September 9, 2005
Hours Open: 8:30 am - 4:00 pm Monday through Friday	