

FACTUAL BACKGROUND

2. On June 13, 2008 (the “Petition Date”), the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Massachusetts (the “Court”).

3. The Debtor is a closely-held Massachusetts corporation formed in 1967 to perform general contracting services. At one time, the Debtor was the largest heavy civil construction company in the northeastern United States and one of the largest in the country. The Debtor served as the largest contractor (in terms of the dollar amount of contracts awarded), on the historic “Big Dig” Central Artery/Tunnel project in Boston, Massachusetts (the “CA/T Project”).

4. The scope of the Debtor’s construction expertise included heavy civil, marine, transportation, power, design/build and microtunneling projects. Some of the Debtor’s more prominent projects included the construction of the San Francisco-Oakland Bay Bridge Seismic Retrofit, Back Bay Station and the Southwest corridor in Boston, MBTA Silver Line Immersed Tube Tunnels, Route 3 reconstruction from Route 128 to the New Hampshire border, Terminal E at Boston Logan Airport, the Deer Island Inter-Island Tunnel and a major portion of the CA/T Project.

5. The filing of this bankruptcy petition was precipitated by the Debtor’s failure to receive payment from Massachusetts Highway Department/Massachusetts Transportation Authority (the “Authority”) for work previously performed on the CA/T Project, and for work that the Debtor continues to perform on CA/T Project.

6. The purpose of the bankruptcy filing is to permit the Debtor to continue the orderly completion of its remaining contracts and conclude the wind-up of its business while the

Debtor fulfills its obligations to its employees, project owners, subcontractors, vendors and suppliers.

7. The Section 341 meeting of creditors has been scheduled for July 30, 2008 at 1:00 p.m.

REQUEST FOR BAR DATE

8. In connection with the administration of this Chapter 11 case, the Debtor must identify the nature and extent of the claims asserted against the estate. Bankruptcy Rule 3003(c)(3) provides that the Court “shall fix . . . the time within which proofs of claim or interest may be filed.” *See* Fed. R. Bankr. P. 3003(c)(3). The Debtor therefore requests the entry of an Order (a) fixing August 22, 2008 as the bar date for the filing of proofs of claim for all prepetition claims, including claims by governmental units, and (b) approving the form and manner of notice of the Bar Date.

9. The Debtor proposes that the Bar Date not apply to the following claims:
- a. Any entity that filed a proof of claim prior to the Bar Date or whose claim was allowed by order of the Court entered on or prior to the Bar Date;
 - b. Any claim arising after the Petition Date;
 - c. Any claim arising from the rejection of an unexpired lease or executory contract, in which case the holder of the claim shall file a proof of claim by the later of (i) the Bar Date, and (ii) thirty days after the entry of an order authorizing the rejection of the unexpired lease or executory contract;
 - d. Any claim that, as of the Bar Date, is not listed in the Debtor’s schedules filed with the Court (the “Schedules”) as contingent, un-liquidated and/or disputed;
 - e. Any claim newly listed as contingent, unliquidated and/or disputed in any amendment to the Schedules, in which case the holder of the claim shall file a proof of claim by the later of (i) the Bar Date, and (ii) thirty days following the filing of the amended schedules; and

- f. Any persons or entities asserting direct or indirect ownership or control of:
 - (i) an equity interest in the Debtor, whether transferable or denominated “stock” or similar security; or
 - (i) a warrant or right to purchase, sell, or subscribe to a share, security, or interest of a kind specified in subsection (i) of this sentence.

10. Pursuant to Bankruptcy Rule 2002(a), the Clerk’s Office “or some other person as the court may direct” is required to give at least twenty (20) days’ notice of a bar date. The Schedules are due on July 24, 2008. The Debtor has requested Friday, August 22, 2008 as the Bar Date in order to enable the Debtor to give creditors and interested parties sufficient notice of the Bar Date after the filing of the Schedules.

11. The Debtor requests that, if the holder of a Claim (as that term is defined in the Bankruptcy Code) against the Debtor is required, but fails, to file a proof of such Claim on or before the Bar Date: (a) such holder be forever barred, estopped, and enjoined from asserting its Claim against the Debtor (or filing a proof of claim with respect thereto), (b) the Debtor and its property be forever discharged from any and all indebtedness or liability with respect to such Claim, (c) such holder be barred from voting to accept or reject any chapter 11 plan or participate in any distribution in the Debtor’s chapter 11 case or in any subsequent Chapter 7 case on account of such Claim, and (d) the Debtor not be required to provide further notices to the holder of such Claim.

FORM AND MANNER OF NOTICE

12. Attached as Exhibit A is a proposed form of notice (the “Notice”) that, the Debtor submits, provides sufficient detail to inform creditors and parties in interest of the existence of the Bar Date. The requests that this Court approve the Notice.

13. The Debtor intends to serve the Notice by first class mail within forty-eight (48) hours of the entry of a Court order approving this motion. The Notice would be served on all

known creditors of the Debtor as follows: (a) to all persons or entities that have been listed in the Debtor's creditor matrix filed with this Court as holding a claim against the Debtor or who are otherwise known to assert a claim against the Debtor; (b) all equity security holders of the Debtor; (c) all persons who have filed notices of appearance in this case, pursuant to Section 1109 of the Bankruptcy Code, or who have, in writing, requested notice in accordance with Bankruptcy Rule 2002; and (d) to the Office of the United States Trustee for the Eastern Division of Massachusetts.

14. The Debtor believes that the notice described above is reasonably calculated to provide all holders of claims against or interests in the Debtor with sufficient notice of the Bar to file their proofs of claim against the Debtor. The Debtor respectfully requests that this Court find that such notice will satisfy the requirements set forth in Bankruptcy Rule 2002(a)(8) and is reasonable, adequate, appropriate and proper under the circumstances.

NOTICE OF THE MOTION

15. Contemporaneously with the filing of this motion, the Debtor has served this motion by the Court's CM/ECF System and/or by first-class mail, postage prepaid, on (a) counsel for those creditors asserting secured claims against the Debtor, (b) the Office of the United States Trustee for the District of Massachusetts, (c) counsel for the Official Committee of Unsecured Creditors, (d) taxing authorities that may assert a claim against the Debtor, and (f) all parties filing a notice of appearance and request for service of documents in this Chapter 11 case. The Debtor submits that, given the nature of the relief requested in this motion, no other or further notice is necessary.

WHEREFORE, the Debtor respectfully requests that the Court enter an order, substantially in the form attached to this motion: (a) establishing Friday, August 22, 2008 as the deadline for the filing of proofs of claim (except those noted in this motion) for all persons and entities, including governmental units, (b) barring, to the extent described in this motion, the claims of those persons or entities who must file a proof of claim but do not timely do so, (c) approving the form and manner of Notice attached as Exhibit A and as proposed in this motion, and (d) granting to the Debtor such other and further relief as this Court deems just and proper in the circumstances.

Respectfully submitted,

MODERN CONTINENTAL
CONSTRUCTION CO., INC.,

By its proposed counsel,

/s/ D. Ethan Jeffery

Harold B. Murphy (BBO #326610)

D. Ethan Jeffery (BBO #631941)

Christian J. Urbano (BBO #644471)

HANIFY & KING, Professional Corporation

One Beacon Street, 21st Floor

Boston, MA 02108

Tel: (617) 423-0400

Fax: (617) 556-8985

Dated: July 3, 2008

::ODMA\PCDOCS\DOCS\500929\1

EXHIBIT A

THE FOLLOWING IS A LEGAL NOTICE OF THE DEADLINES TO FILE PROOFS OF CLAIM AGAINST THE DEBTOR LISTED BELOW. THE FAILURE TO COMPLY WITH THIS NOTICE ON A TIMELY BASIS MAY RESULT IN THE DISALLOWANCE OF SUCH CLAIMS FOR DISTRIBUTION PURPOSES. YOU ARE URGED, TO THE EXTENT YOU DEEM IT NECESSARY, TO CONSULT WITH COUNSEL OF YOUR CHOICE TO ENSURE TIMELY COMPLIANCE WITH THIS NOTICE.

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
(Eastern Division)**

_____)	
In re:)	
)	
MODERN CONTINENTAL)	Chapter 11
CONSTRUCTION CO., INC.,)	
)	Case No. 08-14558 (WCH)
Debtor.)	
_____)	

**NOTICE OF BAR DATE FOR FILING
CERTAIN PREPETITION PROOFS OF CLAIM
(Bar Date: _____, 2008)**

**TO: PERSONS AND ENTITIES ASSERTING CLAIMS INCURRED PRIOR TO
June 23, 2008.**

PLEASE TAKE NOTICE that on June 23, 2008 (the "Petition Date"), Modern Continental Construction Co., Inc. (the "Debtor"), the debtor and debtor-in-possession in the above-captioned Chapter 11 case, filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Massachusetts (the "Court").

PLEASE TAKE FURTHER NOTICE that the Court has entered an order fixing _____, 2008 (the "Bar Date") as the last date by which all entities, including all persons and entities, including governmental units, must assert claims against the Debtor which arose prior to June 23, 2008.

As used herein, the term "Claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

The following persons or entities are not required to file a proof of claim (with respect to the following claims) on or before the Bar Date:

- a. Any entity that filed a proof of claim prior to the Bar Date or whose claim was allowed by order of the Court entered on or prior to the Bar Date;
- b. Any claim arising after the Petition Date;
- c. Any claim arising from the rejection of an unexpired lease or executory contract, in which case the holder of the claim shall file a proof of claim by the later of (i) the Bar Date, and (ii) thirty days after the entry of an order authorizing the rejection of the unexpired lease or executory contract;
- d. Any claim that, as of the Bar Date, is not listed in the Debtor's schedules filed with the Court (the "Schedules") as contingent, un-liquidated and/or disputed;
- e. Any claim newly listed as contingent, unliquidated and/or disputed in any amendment to the Schedules, in which case the holder of the claim shall file a proof of claim by the later of (i) the Bar Date, and (ii) thirty days following the filing of the amended schedules; and
- f. Any persons or entities asserting direct or indirect ownership or control of:
(i) an equity interest in the Debtor, whether transferable or denominated "stock" or similar security; or (ii) a warrant or right to purchase, sell, or subscribe to a share, security, or interest of a kind specified in subsection (i) of this sentence.

Any acts or omissions of the Debtor that occurred prior to the Petition Date may give rise to Claims against the Debtor notwithstanding the fact that such Claims may be contingent or may not have occurred, matured, or become fixed or liquidated prior to such date. Therefore, any creditor having a Claim or potential Claim against the Debtor, no matter how remote or contingent, must file a proof of claim on or before the Bar Date.

Each proof of claim shall be filed substantially in conformity with Official Bankruptcy Form number 10. For your convenience, a proof of claim form is enclosed.

If you are required to file a proof of claim on or before the Bar Date but fail to do so: (a) you will be forever barred, estopped, and enjoined from asserting your claim against the Debtor (or filing a proof of claim with respect thereto), (b) the Debtor and its property will be forever discharged from any and all indebtedness or liability with respect to your claim, (c) you will be barred from voting to accept or reject any chapter 11 plan or participate in any distribution in the Debtor's chapter 11 case or in any subsequent Chapter 7 case on account of such claim, and (d) the Debtor not be required to provide you further notices with respect to such claim.

The Debtor reserves the right to: (a) dispute, or to assert offsets or defenses against, any filed Claim or any Claim listed or reflected in the Schedules as to the nature, amount, liability, classification or otherwise, and (b) subsequently designate any Claim as disputed, contingent or unliquidated. Nothing set forth in this Notice shall preclude the Debtor from objecting to any Claim, whether scheduled or filed, on any grounds.

In order to be filed timely, Claims must be received by the Clerk of the Bankruptcy Court on or before the Bar Date at the following address:

**Clerk, United States Bankruptcy Court
Thomas P. O'Neill Federal Building
10 Causeway Street
Boston, Massachusetts 02222**

Respectfully submitted,

MODERN CONTINENTAL
CONSTRUCTION CO., INC.,

By its proposed counsel,

/s/ _____
Harold B. Murphy (BBO #326610)
D. Ethan Jeffery (BBO #631941)
Christian J. Urbano (BBO #644471)
HANIFY & KING, Professional Corporation
One Beacon Street, 21st Floor
Boston, MA 02108
Tel: (617) 423-0400
Fax: (617) 556-8985

Dated: July ___, 2008
::ODMA\PCDOCS\DOCS\500929\1

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
(Eastern Division)

In re:)	
)	
MODERN CONTINENTAL)	Chapter 11
CONSTRUCTION CO., INC.,)	
)	Case No. 08-14558 (WCH)
Debtor.)	
)	

**ORDER GRANTING MOTION BY DEBTOR AND
DEBTOR-IN-POSSESSION FOR ENTRY OF ORDER
FIXING BAR DATES AND APPROVING FORM OF NOTICE**

This matter having come before this Court on the *Motion by Debtor And Debtor-in-Possession For Entry of Order Fixing Bar Dates And Approving Form of Notice* (the “Motion”),¹ and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases establish just cause for the relief granted in this order;

THIS COURT HEREBY FINDS THAT:

A. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, venue of this case and this Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409, and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

B. Service of the Motion was appropriate.

C. The entry of a date by which persons or entities asserting Claims (as that term is defined in the Bankruptcy Code) against the Debtor must file a proof of such claims and interests will expedite the administration of the Debtor’s estate and is in the best interest of creditors and parties in interest.

¹ Capitalized terms not otherwise defined in this Order shall have the meaning as defined in the Motion.

NOW THEREFORE, taking into consideration the foregoing findings and all of the evidence before the Court, it is **HEREBY ORDERED, ADJUDGED, AND DECREED AS FOLLOWS:**

1. The Motion is hereby GRANTED.
2. The bar date for the filing of pre-petition proofs of claim against the Debtor, including claims asserted by governmental units, is fixed as August 22, 2008 (the "Bar Date").
3. The Bar Date shall apply to any and all Claims by all entities, including but not limited to, individuals, partnerships, corporations, estates, trusts and governmental units, wherever located. The Bar Date shall apply to all Claims arising prior to the Petition Date.
4. The holders of the following Claims are not required to file a proof of Claim on or before the Bar Date:
 - a. Any entity that filed a proof of claim prior to the Bar Date or whose claim was allowed by order of the Court entered on or prior to the Bar Date;
 - b. Any claim arising after the Petition Date;
 - c. Any claim arising from the rejection of an unexpired lease or executory contract, in which case the holder of the claim shall file a proof of claim by the later of (i) the Bar Date, and (ii) thirty days after the entry of an order authorizing the rejection of the unexpired lease or executory contract;
 - d. Any claim that, as of the Bar Date, is not listed in the Debtor's schedules filed with the Court (the "Schedules") as contingent, un-liquidated and/or disputed;
 - e. Any claim newly listed as contingent, unliquidated and/or disputed in any amendment to the Schedules, in which case the holder of the claim shall file a proof of claim by the later of (i) the Bar Date, and (ii) thirty days following the filing of the amended schedules; and
 - f. Any persons or entities asserting direct or indirect ownership or control of: (i) an equity interest in the Debtor, whether transferable or denominated "stock" or similar security; or (i) a warrant or right to purchase, sell, or

subscribe to a share, security, or interest of a kind specified in subsection (i) of this sentence.

5. If the holder of a Claim against the Debtor is required to file a proof of claim on or before the Bar Date but fails to do so: (a) such holder will be forever barred, estopped, and enjoined from asserting its Claim against the Debtor (or filing a proof of claim with respect thereto), (b) the Debtor and its property will be forever discharged from any and all indebtedness or liability with respect to such Claim, (c) such holder will be barred from voting to accept or reject any chapter 11 plan or participate in any distribution in the Debtor's chapter 11 case or in any subsequent Chapter 7 case on account of such Claim, and (d) the Debtor not be required to provide such holder with further notices with respect to such Claim.

6. The form of notice attached as Exhibit A to the Motion (the "Notice") is approved in its entirety.

7. The manner of service of the Notice proposed in the Motion is approved.

William C. Hillman
United States Bankruptcy Judge

Dated: July __, 2008

::ODMA\PCDOCS\DOCS\501369\1