

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ALABAMA  
SOUTHERN DIVISION**

<b>IN RE:</b>	)	
	)	
<b>CITATION CORPORATION, et al.</b>	)	<b>Bankr. Case No. 04-08130-TOM-11</b>
	)	<b>(Jointly administered)</b>
	)	
<b>Debtors.</b>	)	
	)	

**EMERGENCY MOTION OF OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS FOR STAY OF ORDERS**

The Official Committee of Unsecured Creditors (the “Committee”), by and through its undersigned counsel, respectfully requests pursuant to 11 U.S.C. § 105 and Rule 59(e) of the Federal Rules of Civil Procedure as incorporated by Rule 9023 of the Federal Rules of Bankruptcy Procedure, that this Court stay the finality of those orders entered by the Court through September 30, 2004, including, but not limited to, the orders more specifically identified on Exhibit A hereto (collectively the “First Day Orders”), the vast majority of which would otherwise become final after today, September 30, 2004. In support of this Motion, the Committee states the following:

1. On September 18, 2004, Citation Corporation and 24 related companies (the “Debtors”) filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”).
2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. The Debtors filed certain motions and emergency motions seeking various forms of authorization and relief from the Court. On September 20, 2004, the Court conducted hearings on the Debtors' motions and entered the First Day Orders.

4. On September 29, 2004, the Office of the Bankruptcy Administrator (the "Bankruptcy Administrator") formed the 15-member Committee, and on September 30, 2004, the Bankruptcy Administrator filed its Motion for Appointment of Omnibus Unsecured Creditors Committee (the "Motion to Appoint Committee") and requested an expedited hearing of that Motion on October 4, 2004. As of the date hereof, the Court has not ruled on the Motion to Appoint Committee or set the Motion to Appoint Committee for hearing.

5. In the afternoon of September 30, 2004, the Committee met with numerous professionals seeking to represent the Committee. Undersigned counsel were selected by the Committee to serve as its legal representatives late in the afternoon of September 30<sup>th</sup>. Counsel then met with the Committee for the first time.

6. Because Committee counsel was not selected and retained until late in the day on September 30<sup>th</sup>, the day on which the vast majority of the First Day Orders would otherwise become final, counsel has not yet had an opportunity to review each of the First Day Orders and discuss the ramifications of such First Day Orders with its client. As such, the Committee has had no opportunity to determine which of the First Day Orders, if any, it must seek to modify or have set aside in order to protect the interest of unsecured creditors. As observed by the Court at the hearing on September 20, 2004, the Committee must have sufficient time to review the impact of the First Day Orders and to object to the First Day Orders where necessary to protect the unsecured creditors. Such review is a crucial function of both the Committee and its counsel, which function could not have been performed before the present time. The Committee seeks by

this Emergency Motion to delay finality of the First Day Orders for a sufficient period to permit a thorough review and analysis of the First Day Orders and the filing, by October 15, 2004 (or such other date as the Court may direct), of motions (the "Committee Motions") by the Committee to alter, amend or vacate any First Day Order it believes to be detrimental to the interests of unsecured creditors or the bankruptcy estate or not otherwise warranted or justified by the provisions and precepts of the Bankruptcy Code.

7. Recognizing the importance to the Debtors of the First Day Orders, the Committee has requested that this Emergency Motion be set for hearing on an expedited basis on October 4, 2004, at 2:00 p.m., with other matters pending in these cases. The Committee has given notice of this Emergency Motion to the Bankruptcy Administrator, counsel for the Debtors, counsel for the secured lenders, and all parties requesting notice pursuant to Bankruptcy Rule 2002.

**WHEREFORE**, premises considered, the Committee respectfully requests:

- a. that the finality of the First Day Orders be stayed to permit the Committee to review the First Day Orders and file motions, as needed, to alter, amend or vacate the First Day Orders on or before October 15, 2004, or such other date as the Court might direct, such stay to remain in effect until the date of the Court's ruling on such motions to alter, amend or vacate; and
- b. such other and further relief as the Court deems just.

Submitted this 30<sup>th</sup> day of September, 2004.

/s/ Jayna Partain Lamar  
JAYNA PARTAIN LAMAR

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of Unsecured Creditors

## CERTIFICATE OF SERVICE

I hereby certify that a copy of the above and foregoing has been served upon the following listed persons by electronic notification and/or by placing a copy of the same in the United States mail, postage prepaid and properly addressed, this the 30th day of September, 2004.

<p>Valrey W. Early, III U.S. Bankruptcy Administrator Northern District of Alabama 1800 Fifth Avenue North Birmingham, AL 35203</p>	<p>Kimberly B. Glass Robert H. Adams NAJJAR DENABURG, P.C. 2125 Morris Avenue Birmingham, AL 35203</p>
<p>W. Clark Watson Eric T. Ray BALCH &amp; BINGHAM LLP P.O. Box 306 Birmingham, AL 35201</p>	<p>Michael L. Hall Rita H. Dixon Stephanie Haley Williams BURR &amp; FORMAN LLP 420 North 20<sup>th</sup> Street Suite 3100 SouthTrust Tower Birmingham, AL 35203</p>
<p>John P. Whittington Patrick Darby Danielle K. Greco BRADLEY, ARANT, ROSE &amp; WHITE LLP 1819 Fifth Avenue North Birmingham, AL 35203</p>	<p>Glen M. Connor WHATLEY DRAKE, LLC P.O. Box 10647 Birmingham, AL 35202</p>
<p>Steven T. Holmes HUNTON &amp; WILLIAMS LLP Energy Plaza, 30<sup>th</sup> Floor 1601 Bryan Street Dallas, TX 75201 sholmes@hunton.com</p>	<p>James S. Carr Keith H. Wofford Debra Yang KELLEY, DRYE &amp; WARREN LLP 101 Park Avenue New York, NY 10178</p>
<p>WillStaff World Wide Staffing 328 DeSaird Street Monroe, LA 71201</p>	<p>Bruce C. Bailey CHAMBLISS, BAHNER &amp; STOPHEL, P.C. 1000 Tallan Building Two Union Square Chattanooga, TN 37402</p>
<p>Michael C. Hammer DICKINSON WRIGHT PLLC 301 E. Liberty, Suite 500 Ann Arbor, MI 48104 mhammer@dickinsonwright.com</p>	

/s/ Jayna Partain Lamar  
OF COUNSEL

## EXHIBIT A

- Order Granting the Motion for an Order Authorizing (A) Continued Use of Existing Cash Management System, (B) Maintenance of Existing Bank Accounts and (C) Continuation of Intercompany Transactions (Docket Entry # 30)
- Order Granting Motion For Joint Administration on Case 04-8130 (Docket Entry # 31)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8131 (Docket Entry # 32)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8133 (Docket Entry # 33)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8134 (Docket Entry # 34)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8135 (Docket Entry # 35)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8136 (Docket Entry # 36)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8138 (Docket Entry # 37)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8139 (Docket Entry # 38)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8140 (Docket Entry # 39)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8141 (Docket Entry # 40)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8142 (Docket Entry #41)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8143 (Docket Entry # 42)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8144 (Docket Entry # 43)

- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8145 (Docket Entry # 44)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8146 (Docket Entry # 45)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8147 (Docket Entry # 46)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8148 (Docket Entry # 47)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8149 (Docket Entry # 48)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8150 (Docket Entry # 49)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8151 (Docket Entry # 50)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8152 (Docket Entry # 51)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8153 (Docket Entry # 52)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8154 (Docket Entry # 53)
- Order Granting Motion For Joint Administration on Lead Case 04-8130 with Member Case 04-8155 (Docket Entry # 54)
- Order Granting Motion to Extend Time (Docket Entry # 55)
- Order Granting Motion for an Order Authorizing the Waiver of Investment and Deposit Requirements (Docket Entry # 56)
- Order Granting Motion for Order Approving Claims and Noticing Agent (Docket Entry # 57)
- Order Granting Motion for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Post-Petition Financing and (B) to Utilize Cash Collateral, (II) Granting Adequate Protection to Pre-Petition Secured Parties and (III) Scheduling Final Hearing (Docket Entry # 58)

- Order Granting Motion for Authorization to Continue Workers' Compensation Programs, All Other Insurance Policies, All Agreements Relating Thereto, and Pay All Obligations in Respect Thereof (Docket Entry # 59)
- Order Granting Motion for Authorization to Pay Prepetition Sales and Use Taxes (Docket Entry # 60)
- Order Granting Motion for Authorization to Pay Prepetition Wages, Compensation, and Employee Benefits (Docket Entry # 61); and as amended by the Amended Order Authorizing Payment of Prepetition Wages, Compensation, and Employee Benefits (Docket Entry # 97)
- Order Granting Motion for Authorization to Pay Prepetition Claims of Certain Critical Trade Vendors (Docket Entry # 62)
- Order Granting Motion For Adequate Protection Deeming Utility Companies Adequately Assured of Future Performance and Establishing Procedure for Determining Requests for Additional Adequate Assurances (Docket Entry # 63)
- Order Granting the Motion for Order Authorizing Retention of Professionals Utilized by Debtors in Ordinary Course of Business Filed by Debtor Citation Corporation (Docket Entry # 64); and as amended by the Amended Order Authorizing Retention of Professionals Utilized by Debtors in Ordinary Course of Business (Docket Entry # 67)
- Order Establishing Case Management Procedures (Docket Entry # 74)
- Order Requiring Notice and Hearing on Application to Employ Burr Forman as Attorneys for Debtor filed by Debtor Citation Corporation (Docket Entry # 75)
- Order Requiring Notice and Hearing Signed on Application to Employ Finley Colmer, filed by Debtor Citation Corporation (Docket Entry # 76)
- Order Requiring Notice and Hearing Signed on Application to Employ Cochran Group (Docket Entry # 77)
- Order and Notice of Hearing on Motion for Interim and Final Orders (I) Authorizing Debtors (A) to Obtain Post-Petition Financing and (B) to Utilize Cash Collateral, (II) Granting Adequate Protection to Pre-Petition Secured Parties and (III) Scheduling Final Hearing (Docket Entry # 106)
- Order Granting Motion To Appear *pro hac vice* filed by Donald Bernstein and Julie Anderson (Docket Entry # 109)
- Chapter 11 Operating Order (Docket Entry # 115)

- Order and Notice of Hearing on Motion to Assume Executory Contracts (Docket Entry # 120)
- Order Granting Motion To Appear *pro hac vice* filed by Danielle K. Greco (Docket Entry # 122)
- Order Granting Motion To Assume Executory Contracts (Docket Entry # 128)
- Order Approving Motion for Approval of Notice of Agreement with Claims and Noticing Agent of Bankruptcy Court Pursuant to 28 U.S.C. Section 156(c) and Fed. R. Bankr. P. 2002 (Docket Entry # 129)