

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF ALABAMA

Case number (if known)

Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name M. S. & R. Equipment Co., Inc.

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 63-0853487

4. Debtor's address Principal place of business

3620 Gobblers Knob Road
Warrior, AL 35180

Number, Street, City, State & ZIP Code

Jefferson
County

Mailing address, if different from principal place of business

PO Box 1608
Jasper, AL 35502

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2121

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years? ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☐ No.
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

11. Why is the case filed in this district? *Check all that apply:*
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____
- Where is the property?** _____
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input checked="" type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor M. S. & R. Equipment Co., Inc.
Name

Case number (if known) _____

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/31/2020
MM / DD / YYYY

X 
Signature of authorized representative of debtor

Michael Costello
Printed name

Title Authorized Representative

18. Signature of attorney

X 
Signature of attorney for debtor

Date 9/1/2020
MM / DD / YYYY

Jesse S. Vogtle, Jr.
Printed name

Waller Lansden Dortch & Davis, LLP
Firm name

1901 Sixth Avenue North, Suite 1400
Birmingham, AL 35203
Number, Street, City, State & ZIP Code

Contact phone 205-226-5731

Email address jesse.vogtle@wallerlaw.com

asb-0574-t44j AL
Bar number and State

Debtor **M. S. & R. Equipment Co., Inc.**
Name

Case number (if known)

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF ALABAMA

Case number (if known) Chapter **11**

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION
Pending Bankruptcy Cases Attachment

Debtor	Best Coal, Inc.	Relationship to you	subsidiary
District	ALNB	When	not assigned
Debtor	Cane Creek, LLC	Relationship to you	subsidiary
District	ALNB	When	not assigned
Debtor	Cedar Lake Mining, Inc.	Relationship to you	subsidiary
District	ALNB	When	not assigned
Debtor	FM Coal, LLC	Relationship to you	subsidiary
District	ALNB	When	not assigned
Debtor	Xinergy of Alabama, Inc.	Relationship to you	subsidiary
District	ALNB	When	not assigned

**United States Bankruptcy Court
Northern District of Alabama**

In re M. S. & R. Equipment Co., Inc.

Debtor(s)

Case No.

Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
FM Coal, LLC PO Box 1608 Jasper, AL 35502	common stock	50 shares	sole shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Authorized Representative** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date

08/8/2020

Signature

Michael Costello
Michael Costello

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

RESOLUTION OF THE SOLE SHAREHOLDER OF
M. S. & R. EQUIPMENT CO., INC.

WHEREAS, by resolutions adopted on the date hereof, Michael Costello, as the sole member of FM Coal, LLC which is the sole shareholder of M. S. & R. Equipment Co., Inc. (the "Company"), has determined it is desirable and in the best interests of the Company, its respective creditors, and other parties in interest, that the Company be and hereby is authorized to file or cause to be filed a voluntary petition for relief (such voluntary petition to be filed by the Company, the "Chapter 11 Case") under the provisions of 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 Northern District of Alabama (the "Bankruptcy Court") or other court of competent jurisdiction; and

WHEREAS, in confirmation of such resolutions the sole member of the Company hereby adopts these resolutions;

NOW, THEREFORE, be it:

RESOLVED, that the sole shareholder of the Company, is authorized, empowered, and directed to execute and file all petitions, schedules, lists, and other motions, pleadings, papers, or documents (including the filing of financing statements), and to take any and all action that it deems necessary, appropriate, or desirable to obtain such relief, including, without limitation, any action necessary, appropriate, or desirable to maintain the ordinary course operation of the Company's business and to take and perform any and all further acts and deeds that it deems necessary, appropriate, or desirable in connection with the Chapter 11 Case; and be it further

RESOLVED, that the sole shareholder of the Company be, and hereby is, authorized and empowered to retain on behalf of the Company the law firm of Waller Lansden Dortch & Davis, LLP to represent the Company as its counsel in connection with the Chapter 11 Case or any case commenced by the Company under the Bankruptcy Code or in the Bankruptcy Court and all related matters; and be it further

RESOLVED, that the sole shareholder of the Company be, and hereby is, authorized and empowered to retain on behalf of the Company Aurora Management Partners to represent the Company as its financial advisor in in connection with the Chapter 11 Case or any case commenced by the Company under the Bankruptcy Code or in the Bankruptcy Court and all related matters; and be it further

RESOLVED, that the sole shareholder of the Company be, and hereby is, authorized and empowered to retain on behalf of the Company Donlin Recano & Company, Inc., to represent the Company as the notice, claims, solicitation and balloting agent in connection with the Chapter 11 Case or any case commenced by the Company under the Bankruptcy Code or in the Bankruptcy Court and all related matters; and be it further

RESOLVED, that the sole shareholder of the Company be, and hereby is, authorized, empowered and directed to employ any other professionals to assist the Company in carrying out its duties in the Chapter 11 Case or under the Bankruptcy Code; and, in connection therewith, is

hereby authorized, empowered and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary, appropriate, or desirable, including (without limitation) special counsel to the extent determined necessary, appropriate, or desirable; and be it further

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the sole shareholder of the Company, the sole shareholder of the Company (and its designees and delegates) be, and hereby is, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, in each case as in such sole shareholder's judgment, shall be necessary, appropriate, or desirable in order to fully carry out the intent and accomplish the purposes of the Chapter 11 Case or the Resolutions adopted hereby; and be it further

RESOLVED, that any and all acts, actions, and transactions relating to the matters contemplated by the foregoing Resolutions done in the name of and on behalf of the Company prior to the date of this consent on behalf of such Company be and are hereby in all respects approved, confirmed and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate had been specifically authorized in advance by resolution of the sole member of the Company; and be it further

RESOLVED, that the sole shareholder of the Company (and its designees and delegates) be and hereby is authorized and empowered to take all actions or to not take any action in the name of and on behalf of the Company with respect to the Chapter 11 Case or other transactions contemplated by these Resolutions hereunder as such sole shareholder shall deem necessary, appropriate, or desirable in such sole shareholder's reasonable business judgment as may be necessary, appropriate, or desirable to effectuate the purposes of the transactions contemplated hereby.

Dated: August 31, 2020

FM Coal, LLC, an Alabama limited liability company, in its capacity as the sole shareholder of M. S. & R. Equipment Co., Inc.

By: Michael T. Costello
Michael Costello
Title: Sole Member of FM Coal, LLC

United States Bankruptcy Court
Northern District of Alabama

In re M. S. & R. Equipment Co., Inc.

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Authorized Representative of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

08/31/2020



Michael Costello/Authorized Representative
Signer/Title

Aaron D Wright
REDACTED
REDACTED
REDACTED

Alabama Power Company
P.O. Box 242
Birmingham, AL 35292

Anthony J Jent
REDACTED
REDACTED
REDACTED

Aaron L Johnson
REDACTED
REDACTED
REDACTED

Alabama Power-Royalty
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Birmingham, AL 35291

AT&T
P.O. Box 105626
Atlanta, GA 30348-5262

AL Dept Conservation And Natural Resources
Conservation And Natural Resources
64 N Union St
Montgomery, AL 36130

Alabama State Treasury
Unclaimed Property Division
100 N Union St Suite 636
Montgomery, AL 36104

Atlantic Specialty Insurance Company
605 Hwy 169 N, Suite 800
Plymouth, MN 55441

AL Dept Labor
Inspections Division
649 Monroe St Room 2211
Montgomery, AL 36131-5200

Alabama Surface Mining Commission
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Alabama Surface Mining Commission
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Al Sec Of State
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Charter Communication Spectrum
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Internal Revenue Svc
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Joe S Justice
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Joseph M Padbury
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Jeremy Shane Lemmons
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Joey W Veal
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REDACTED
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Kenneth C Wise
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Jerry D Aldridge
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John A Calvert
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Kenneth R Little
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Kenneth R Whitman
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Mark A Hutto
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Mickey J Graves
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Kenneth W McGuff
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