

6 PAGES

Gregory C. Nuti (CSBN 151754)  
Christopher H. Hart (CSBN 184117)  
Kevin W. Coleman (CSBN 168538)  
NUTI HART LLP  
411 30<sup>TH</sup> Street, Suite 408  
Oakland, CA 94609-3311  
Telephone: 510-506-7152  
Email: [gnuti@nutihart.com](mailto:gnuti@nutihart.com)  
[chart@nutihart.com](mailto:chart@nutihart.com)  
[kcoleman@nutihart.com](mailto:kcoleman@nutihart.com)

Attorneys for MATHESON FLIGHT EXTENDERS, INC., MATHESON POSTAL SERVICES, INC. and MATHESON TRUCKING, INC.

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF CALIFORNIA  
SACRAMENTO DIVISION

In re:	Case No.: 22-21148
MATHESON FLIGHT EXTENDERS, INC.,	Chapter 11
Debtor.	<b>DCN: NH-110</b>

In re:	Case No.: 22-21149
MATHESON POSTAL SERVICES, INC.	Chapter 11
Debtor.	

In re:	Case No.: 22-21758
MATHESON TRUCKING, INC.	Chapter 11
Debtor.	

- ☒ Affects All Debtors  
☐ Affects Matheson Flight Extenders Only  
☐ Affects Matheson Postal Services Only  
☐ Affects Matheson Trucking Only

**ORDER CONDITIONALLY  
APPROVING DISCLOSURE  
STATEMENT AND GRANTING *EX-  
PARTE* MOTION TO APPROVE  
PROCEDURES FOR SOLICITATION  
AND CONFIRMATION OF DEBTORS  
AND CREDITORS COMMITTEE’S  
JOINT CHAPTER 11 PLAN OF  
LIQUIDATION  
(August 22, 2024)**

Date: **[no hearing required]**  
Time:  
Place: United States Bankruptcy Court  
501 I Street, 6th Flr., Crtrm. 35  
Sacramento, CA 95814  
Judge: Hon. Christopher M. Klein

NUTIHART LLP  
411 30<sup>TH</sup> STREET, SUITE 408  
OAKLAND, CA 94609-3311  
TELEPHONE: 510-506-7152

1 The Court has duly considered Matheson Flight Extenders, Inc. (“MFE”), Matheson  
2 Postal Services, Inc. (“MPS”), and Matheson Trucking, Inc.’s, (collectively, “Matheson” or the  
3 “Debtors”) *ex-parte* motion to conditionally approve disclosure statement to approve procedures  
4 for solicitation and confirmation of the Debtors and Creditors Committee’s Joint Chapter 11 Plan  
5 of Liquidation [Doc. No. 1867, DCN: NH-110] (“Motion”). Finding that further notice and a  
6 hearing is not required under the circumstances and for good cause appearing:

7 **IT IS HEREBY FOUND THAT:**

8 A. The *Disclosure Statement for the Debtors and Creditors Committee’s Joint*  
9 *Chapter 11 Plan of Liquidation* (the “Disclosure Statement”) [ECF No. XXX] appears to contain  
10 “adequate information” within the meaning of Section 1125 of the Bankruptcy Code, but this  
11 determination is not final.

12 B. The form of the Ballots to be distributed to creditors that are attached as Exhibits  
13 B-1 through B-10 to the Motion substantially conform to Official Form No. B 314.

14 C. The period set forth below during which the Debtors and Creditors Committee  
15 may solicit acceptances or rejections of the Plan is a reasonable and adequate period of time for  
16 creditors to make an informed decision to accept or reject the Plan.

17 D. The procedures for the solicitation and tabulation of votes to accept or reject the  
18 Plan (as more fully set forth in the Motion and below) provide for a fair and equitable voting  
19 process and are consistent with Section 1126.

20 E. The Confirmation Hearing Notice attached as Exhibit C to the Motion conforms  
21 to the requirements of the Bankruptcy Code and the Local Rules.

22 F. Service of the Confirmation Hearing Notice pursuant to the procedures set forth  
23 below, providing notice to all creditors having filed a proof of claim or having been scheduled as  
24 holding a liquidated, noncontingent, undisputed claim and equity security holders of the time,  
25 date, and place of the hearing to consider final approval of the Disclosure Statement and  
26 confirmation of the Plan (the “Confirmation Hearing”) and the contents of the Solicitation  
27 Packages (as defined below) comply with Bankruptcy Rules 2002 and 3017 and constitute  
28 sufficient notice to all interested parties.

1 G. The Debtors have the right to seek modifications or extensions of the matters  
2 governed by this Order.

3 **NOW, THEREFORE, IT IS ORDERED THAT:**

4 1. The Motion is GRANTED.

5 2. Pursuant to section 105(d)(2)(B)(vi) of the Bankruptcy Code, the Court  
6 conditionally approves the Disclosure Statement as containing “adequate information” as defined  
7 in Bankruptcy Code section 1125 and Bankruptcy Rule 3017.

8 3. The form and content of the Ballots attached as Exhibits B-1 through B-10 to the  
9 Motion and the Confirmation Hearing Notice attached as Exhibit C to the Motion are approved  
10 in their entirety.

11 4. The Debtors are authorized to make non-substantive changes to the Disclosure  
12 Statement and the Plan without further order of the Court, including, without limitation, changes  
13 to correct typographical and grammatical errors and to make conforming changes among the  
14 Disclosure Statement.

15 5. The Debtors are directed to distribute or cause to be distributed solicitation  
16 packages (the “Solicitation Packages”) containing a copy of: (a) this Order; (b) the Confirmation  
17 Hearing Notice; and (c) a Ballot(s) (where applicable), by the later of August 29, 2024, or five  
18 (5) business days after entry of this Order (the “Solicitation Date”).

19 6. The Debtors are authorized to serve the Solicitation Packages via U.S. First Class  
20 Mail (or email if the creditor has provided an email address). The Debtors are further authorized  
21 to distribute the remaining documents in the Solicitation Package via the link referenced in  
22 paragraph 3 of the Confirmation Hearing Notice, or alternatively, via First Class Mail to a person  
23 that contacts the Voting Agent and requests that a paper copy of the Disclosure Statement and  
24 Plan be mailed to them.

25 7. All Ballots must be properly executed, completed, and delivered to the Voting  
26 Agent in the manner described in the Confirmation Hearing Notice so as to be actually received  
27 by no later than 5:00 p.m. (Pacific Time) on September 26, 2024 (the “Voting Deadline”).  
28

NUTHART LLP  
411 30<sup>TH</sup> STREET, SUITE 408  
OAKLAND, CA 94609-3311  
TELEPHONE: 510-506-7152

8. The Confirmation Hearing shall be held on October 10, 2024 at 11:00 a.m. (Pacific Time); *provided, however*, that the Confirmation Hearing may be adjourned from time to time by the Court without further notice to parties other than an announcement in Court at the Confirmation Hearing or any adjourned subsequent Confirmation Hearing and the Plan may be modified pursuant to the Section 1127 prior to, during, or as a result of the Confirmation Hearing, pursuant to the terms of the Plan.

9. Objections to final approval of the Disclosure Statement and confirmation of the Plan, if any, must be in writing and conform to Local Rule 9014-1(f)(1)(B) and must be filed with the Court and served on counsel to the Debtors, the Official Committee of Unsecured Creditors, and the Office of the United States Trustee no later than September 26, 2024. Objections to confirmation of the Plan not timely filed and served in the manner set forth herein shall not be considered and shall be overruled. Any replies to any objections to confirmation of the Plan and memorandum in support of confirmation must be filed with the Court by no later than October 3, 2024.

10. The voting record date ("Record Date") shall be August 22, 2024.

11. The following voting procedures and standard assumptions shall be used in tabulating Ballots, subject to the Debtors' right to waive any of the below specified requirements for completion and submission of Ballots so long as such requirement is not otherwise required by the Bankruptcy Code, Bankruptcy Rules, or Local Rules:

(a) The Debtors may reject any Ballots not timely submitted on or prior to the Voting Deadline (as the same may be extended by Matheson), and such Ballot shall be deemed invalid and, therefore, shall not count in connection with confirmation of the Plan;

(b) The Voting Agent shall retain the original Ballots for a period of one year after the Effective Date of the Plan, unless otherwise ordered by the Court;

(c) On or before October 3, 2024, Matheson will file with the Court a ballot summary and voting report (the "Voting Report"). The Voting Report shall: (i) identify which classes of claims have voted to accept or reject the Plan, and (ii) identify every Ballot cast that was not counted by the Voting Agent owing to its failure to conform to the voting instructions or that contains any form of irregularity including, but not limited to, those Ballots that are late, illegible, unidentifiable, lack signatures or lack necessary information (i.e., information that identifies the creditor, the amount of the claim, or whether the vote is cast to

1 accept or reject the Plan), or received via any means other than by using the  
2 methods for return authorized by the Court ("Irregular Ballots");

3 (d) the method of delivery of Ballots is at the election and risk of each  
4 holder of a claim or interest, and except as otherwise provided, a Ballot will be  
deemed delivered only when the Voting Agent actually receives the executed  
Ballot;

5 (e) each creditor or interest holding submitting a Ballot must execute the  
6 Ballot;

7 (f) delivery of a Ballot to the Voting Agent via a means other than as  
expressly approved by the Confirmation Procedures Order will not be valid;

8 (g) if multiple Ballots are received from the same entity with respect to the  
9 same claim in the same class prior to the Voting Deadline, the last properly  
executed Ballot timely received will be deemed to reflect that voter's intent and  
will supersede and revoke any prior received Ballot;

10 (h) holders must vote all of their claims within a particular Class either to  
11 accept or reject the Plan and may not split any votes, and accordingly, a Ballot  
that partially rejects and partially accepts the Plan will not be counted;

12 (i) a person signing a Ballot in its capacity as a trustee, executor,  
13 administrator, guardian, attorney in fact, officer of a corporation, or otherwise  
acting in a fiduciary or representative capacity of a holder of Claims must indicate  
14 such capacity when signing;

15 (j) the Debtors, subject to a contrary order of the Court, may waive any  
16 defects or irregularities as to any particular Irregular Ballot at any time, either  
before or after the close of voting, and any such waivers will be documented in  
the Voting Report;

17 (k) neither Matheson nor the Voting Agent, nor any professional retained  
18 by the Debtors, will be under any duty to provide notification of defects or  
irregularities with respect to delivered Ballots other than as provided in the Voting  
19 Report, nor will any of them incur any liability for failure to provide such  
notification;

20 (l) unless waived or as ordered by the Court, any defects or irregularities  
21 in connection with deliveries of Ballots must be cured prior to the Voting  
Deadline or such Ballots will not be counted;

22 (m) in the event a designation of lack of good faith is requested by a party  
23 in interest under section 1126(e) of the Bankruptcy Code, the Court will  
determine whether any vote to accept and/or reject the Plan cast with respect to  
24 that Claim will be counted for purposes of determining whether the Plan has been  
accepted and/or rejected;

25 (n) subject to any order of the Court, Matheson reserves the right to reject  
26 any and all Ballots not in proper form, the acceptance of which, in the opinion of  
the Debtors, would not be in accordance with the provisions of the Bankruptcy  
27 Code or the Bankruptcy Rules, *provided* that any such rejections will be  
documented in the Voting Report;

(o) the following Ballots shall not be counted in determining the acceptance or rejection of the Plan: (i) any Ballot that is illegible or contains insufficient information to permit the identification of the holder of such Claim; (ii) any Ballot cast by any entity that does not hold a Claim in the voting class; (iii) any Ballot cast for a Claim scheduled as unliquidated, contingent, or disputed for which no Proof of Claim was timely filed by the Voting Record Date; (iv) any Ballot cast by with respect to a Claim to which an objection is pending, (v) any unsigned Ballot; (vi) any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan; and (vii) any Ballot submitted by any entity not entitled to vote pursuant to the procedures described herein;


(p) after the Voting Deadline, no Ballot may be withdrawn or modified without the prior written consent of the Debtors; and

(q) Matheson is authorized to enter into stipulations, with the holder of any Claim agreeing to the amount of a Claim for voting purposes.

12. Objections to assumption or rejection of an executory contract pursuant to the Plan including but not limited to the amounts identified on Schedule 6.1 of the Plan as necessary to cure defaults must be in writing and conform to Local Rule 9014-1(f)(1)(B) and must be filed with the Court and served on counsel to the Debtors, the Official Committee of Unsecured Creditors, and the Office of the United States Trustee no later than September 26, 2024. Objections to assumption or rejection of an executory contract or lease not timely filed and served in the manner set forth herein shall not be considered and shall be overruled. Any replies to any such objections must be filed with the Court by no later than October 3, 2024.

13. The order is authorized by virtue of 11 U.S.C. section 105(d)(2)(B)(vi).

Dated: August 23, 2024

  
United States Bankruptcy Judge

NUTHART LLP  
411 30<sup>TH</sup> STREET, SUITE 408  
OAKLAND, CA 94609-3311  
TELEPHONE: 510-506-7152