

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
REPUBLIC METALS REFINING)	
CORPORATION, <i>et al.</i> , ¹)	Case No. 18-13359 (shl)
)	
Debtors.)	
)	(Jointly Administered)

**CORRECTED
AMENDED ORDER APPROVING OMNIBUS OBJECTIONS
PROCEDURES FOR RESOLUTION OF RECLAMATION DEMANDS
AND SETTING PRELIMINARY HEARING**

Upon the Motion to Approve Omnibus Objection Procedures for Resolution of Reclamation Demands [ECF No. 303] (the “Motion”) filed by the Debtors and the objections to the Motion filed by certain customers (ECF No. 418); Midwest Refineries LLC (ECF No. 414) and Queen of Pawns & Jewelry, Inc. (ECF No. 406), the Court finds that (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interests of the Debtors, their estates, and their creditors; (iv) relief pursuant to sections 105 and 546 of the Bankruptcy Code as requested in the Motion is appropriate; and (v) upon the record herein after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth in the Motion.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Republic Metals Refining Corporation, 15 West 47th Street, Suites 206 and 209, New York, NY 10036 (3194), Republic Metals Corporation, 12900 NW 38th Avenue, Miami, FL 33054 (4378), Republic Carbon Company, LLC, 5295 Northwest 163rd Street, Miami Gardens, FL 33014 (5833), Republic High Tech Metals, LLC, 13001 NW 38 Avenue, Miami, FL 33054 (6102), RMC Diamonds, LLC, 12900 NW 38th Avenue, Miami, FL 33054 (1507), RMC2, LLC, 12900 NW 38th Avenue, Miami, FL 33054 (4696), J & L Republic LLC, 12900 NW 38th Avenue, Miami, FL 33054 (7604); R & R Metals, LLC, 12900 NW 38th Avenue, Miami, FL 33054 (7848), Republic Metals Trading (Shanghai) Co., Ltd., 276 Ningbo Road, Huangpu District, Shanghai, P.R. 200001 China (1639), and Republic Trans Mexico Metals, S.R.L., Francisco I. Madero No. 55 Piso 5, Local 409, Centro Joyero Edificio Central, Delegación Cuauhtémoc, Mexico DF 6000 (2942).

IT IS THEREFORE ORDERED:

1. The Motion is GRANTED in part and denied in part as set forth herein.
2. The Debtors are authorized to file and serve an Omnibus Objection to the Reclamation Demands substantially in the form of the objection attached as Exhibit "B" to the Motion (the "Omnibus Objection") not later than February 18, 2019. Customer shall have thirty (30) days from the date of service of the Omnibus Objection to file a Response to the Omnibus Objection provided that a Customer may designate its previously-filed Customer Statement (as defined in the Order Approving Uniform Procedures for Resolution of Ownership Disputes (ECF No. 395) (the "Ownership Procedures Order") as its Response to the Omnibus Objection.
3. If any Customer files a Response to the Omnibus Objection, the Court will hold a preliminary hearing, scheduling and status conference (the "Preliminary Hearing") with respect to such Response on *March 21, 2019 at 11 a.m. (prevailing Eastern Time)*. At the Preliminary Hearing, the Court will:
 - a. consider the entry of orders denying relief related to any Reclamation Demand for which a Response was not timely filed or for which such Reclamation Demand was not timely made; and
 - b. hold a status conference and enter procedures for addressing objections to Reclamation Demands based upon (i) the contention that the Debtors could not identify and segregate goods in response to the Reclamation Demand and (ii) the asserted seniority of the Senior Lenders' liens, both of which will be adjudicated as part of and consistent with the Ownership Procedures Order. Except as set forth in Section 3(a) of this Order, Reclamation Demands will not be adjudicated in advance of the claims

that are subject to the Ownership Procedures Order. Notwithstanding anything else set forth herein, parties retain the right to argue (including in connection with the entry of a final order authorizing the Debtors' use of cash collateral) that adjudications regarding the seniority of the Senior Lenders' liens should occur after any investigation of such liens by the Official Committee of Unsecured Creditors and/or the conclusion of the Challenge Period (as defined in the Interim Cash Collateral Order, ECF 54 and as may be further defined in a final order authorizing the Debtors' use of cash collateral) and adjudication of challenges, if any.

4. Customers shall have the opportunity to inspect the Debtors' premises in an effort to identify their claimed goods. Other discovery in regards to any Customer's Reclamation Demands and the Omnibus Objection is to be undertaken in accordance with the Customer Procedures Order.

5. Either the Debtors or any Customer whose Reclamation Demand is the subject of the Omnibus Objection may request other status conferences before the Court to address any discovery or scheduling issues if the Debtors, Senior Lenders, and Customers are otherwise unable to come to an agreement.

6. Customers are prohibited from seeking, initiating, or continuing any other means for the resolution or treatment of their Reclamation Demands, including, without limitation, commencing adversary proceedings or contested matters against the Debtors in connection with any Reclamation Demands, without leave of Court; *provided* that a Customer's Reclamation Demands and rights in respect thereof shall not in any way be prejudiced, impaired or affected by the Customer's failure to commence an adversary proceeding or contested matter. However,

nothing contained in this Order shall (a) limit the rights of any creditor of the Debtors to file, assert, defend, modify, or enforce a proof of claim in these cases pursuant to the Bankruptcy Code and/or any other applicable non-bankruptcy law or (b) prejudice the rights of any Customer to assert and prosecute any other ownership, trust or similar claim (which rights remain subject to the Customer Procedures Order), to request payment of administrative claims arising pursuant to section 503(b)(9) of the Bankruptcy Code or to assert and prosecute any other claim (other than a Reclamation Demand) including, without limitation, regarding the same goods and/or proceeds thereof which are the subject of the Customer Procedures Order.

7. Nothing in this Order or the relief granted hereby shall be construed as any finding or holding regarding the extent, validity, enforceability, or priority of the liens and claims asserted by the Senior Lenders or limiting the right of any Customer or creditor to assert a challenge thereto.

8. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

9. The objections are sustained in part and overruled in part.

Dated: New York, New York
February 15, 2019

/s/ Sean H. Lane
UNITED STATES BANKRUPTCY JUDGE