

**HEARING DATE AND TIME: JUNE 13, 2019 AT 10:00 A.M. (EASTERN TIME)**  
**OBJECTION DEADLINE DATE AND TIME: JUNE 6, 2019 AT 4:00 P.M. (EASTERN TIME)**

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*Counsel for Debtors and Debtors in Possession*

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

In re:	)	Chapter 11
	)	
MIAMI METALS I, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 18-13359 (SHL)
	)	
Debtors.	)	(Jointly Administered)
	)	

**NOTICE OF HEARING ON  
DEBTORS' FIRST OMNIBUS OBJECTION TO  
CLAIMS ASSERTED PURSUANT TO 11 U.S.C. § 503(b)(9)  
(INCONSISTENT WITH DEBTORS' BOOKS AND RECORDS)**

**PLEASE TAKE NOTICE** that a hearing on *Debtors' First Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) (Inconsistent with Debtors' Books and Records)* (the "Objection"), will be held before the Honorable Sean H. Lane, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Southern District of New York, One Bowling Green,

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Miami Metals I, Inc. (f/k/a Republic Metals Refining Corporation), 15 West 47th Street, Suites 206 and 209, New York, NY 10036 (3194); Miami Metals II, Inc. (f/k/a Republic Metals Corporation), 12900 NW 38th Avenue, Miami, FL 33054 (4378); Miami Metals III LLC (f/k/a Republic Carbon Company, LLC), 5295 Northwest 163rd Street, Miami Gardens, FL 33014 (5833); Miami Metals IV LLC (f/k/a J & L Republic LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7604); Miami Metals V LLC (f/k/a R & R Metals, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7848); Miami Metals VI (f/k/a RMC Diamonds, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (1507); Miami Metals VII (f/k/a RMC2, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (4696); Miami Metals VIII (f/k/a Republic High Tech Metals, LLC), 13001 NW 38 Avenue, Miami, FL 33054 (6102); 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).

New York, New York 10004, on **June 13, 2019 at 10:00 a.m. (Eastern Time)**, or as soon thereafter as counsel can be heard.

**PLEASE TAKE FURTHER NOTICE** that any responses to the Objection must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Bankruptcy Court (a) by registered users of the Bankruptcy Court's case filing system, electronically in accordance with General Order M-399 (which can be found at <http://nysb.uscourts.gov>) and (b) the Chambers of the Honorable Sean H. Lane ("**Chambers**"), United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004; (c) the Debtors, c/o Miami Metals I, Inc. f/k/a Republic Metals Refining Corporation, (Attn: Scott Avila); (d) the attorneys for the Debtors, Akerman LLP, 2001 Ross Avenue, Suite 3600, Dallas, TX 75201 (Attn: John Mitchell, Esq.) and 98 Southeast Seventh Street, Suite 1100, Miami, FL 3313 (Attn: Andrea S. Hartley, Esq. and Katherine C. Fackler, Esq.); (e) the Office of the United States Trustee for the Southern District of New York (the "**U.S. Trustee**"), U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Shannon Scott, Esq.); (f) the attorneys for the Creditors' Committee, if a committee is formed; (g) counsel to any other statutory committee appointed in the Chapter 11 Cases, and (h) all entities that requested notice in these chapter 11 cases under Fed. R. Bankr. P. 2002 so as to be received no later than **June 6, 2019 at 4:00 p.m. (Eastern Time)** (the "**Objection Deadline**").

**[SIGNATURE PAGE TO FOLLOW]**

Dated: May 23, 2019

**AKERMAN LLP**

By: /s/Katherine C. Fackler

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**HEARING DATE AND TIME: JUNE 13, 2019 AT 10:00 A.M. (EASTERN TIME)**  
**OBJECTION DEADLINE DATE AND TIME: JUNE 6, 2019 AT 4:00 P.M. (EASTERN TIME)**

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*Counsel for Debtors and Debtors in Possession*

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

In re:	)	Chapter 11
	)	
MIAMI METALS I, INC., <i>et al.</i> , <sup>2</sup>	)	Case No. 18-13359 (SHL)
	)	
Debtors.	)	(Jointly Administered)
	)	

**DEBTORS' FIRST OMNIBUS OBJECTION TO  
CLAIMS ASSERTED PURSUANT TO 11 U.S.C. § 503(b)(9)  
(INCONSISTENT WITH DEBTORS' BOOKS AND RECORDS)**

**CLAIMANTS RECEIVING THIS OBJECTION SHOULD CAREFULLY REVIEW  
THIS OBJECTION AND LOCATE YOUR NAME AND CLAIM(S) IN THE  
OBJECTION TO DETERMINE WHETHER THIS OBJECTION AFFECTS YOUR  
CLAIM(S)**

<sup>2</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Miami Metals I, Inc. (f/k/a Republic Metals Refining Corporation), 15 West 47th Street, Suites 206 and 209, New York, NY 10036 (3194); Miami Metals II, Inc. (f/k/a Republic Metals Corporation), 12900 NW 38th Avenue, Miami, FL 33054 (4378); Miami Metals III LLC (f/k/a Republic Carbon Company, LLC), 5295 Northwest 163rd Street, Miami Gardens, FL 33014 (5833); Miami Metals IV LLC (f/k/a J & L Republic LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7604); Miami Metals V LLC (f/k/a R & R Metals, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7848); Miami Metals VI (f/k/a RMC Diamonds, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (1507); Miami Metals VII, LLC (f/k/a RMC2, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (4696); Miami Metals VIII (f/k/a Republic High Tech Metals, LLC), 13001 NW 38 Avenue, Miami, FL 33054 (6102); 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).

Miami Metals I, Inc. (f/k/a Republic Metals Refining Corporation) and its affiliated debtors and debtors-in-possession (collectively, the "Debtors") in the above-captioned chapter 11 cases (the "Chapter 11 Cases"), in accordance with Rule 3007 of the Federal Rules of Bankruptcy Procedure, hereby submit their objection ("Objection") to certain claims asserted pursuant to 11 U.S.C. § 503(b)(9). In support of the Objection, the Debtors respectfully represent:

### **BACKGROUND**

1. On November 2, 2018 (the "First Petition Date"), the Debtors, including Republic Metals Corporation, n/k/a Miami Metals II, Inc. ("Miami Metals II") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), initiating these Chapter 11 Cases. On November 21, 2018 (the "Second Petition Date"), the certain additional debtors, including RMC2 LLC, n/k/a Miami Metals VII, LLC ("Miami Metals VII" and collectively with all other above-captioned debtors, the "Debtors") filed voluntary petitions for relief under the Bankruptcy Code, initiating the Chapter 11 Cases.

2. On February 28, 2019, the Court entered an *Order (i) Setting Bar Date for Submitting Proofs of Claim Asserted Pursuant to 11 U.S.C. § 503(b)(9), (ii) Approving Procedures for the Assertion, Resolution, and Satisfaction of 503(b)(9) claims, and (iii) Approving Notice Thereof* ("503(b)(9) Claims Bar Date Order") [ECF No. 690]. The 503(b)(9) Claims Bar Date Order established procedures to govern the resolution of 503(b)(9) claims ("503(b)(9) Claims") expected to be asserted by the Debtors' vendors (the "Vendors") against any of the Debtors pursuant to section 503(b)(9) of the Bankruptcy Code.

3. Pursuant to the 503(b)(9) Claims Bar Date Order, any Vendor asserting a 503(b)(9) Claim was required to deliver to the Debtors its Proof of 503(b)(9) Claim such that the Proof of

503(b)(9) Claim would be received by the Debtors and their counsel by 5:00 p.m., prevailing Eastern Time, on April 12, 2019 (the "503(b)(9) Claims Bar Date").

4. As of the 503(b)(9) Claims Bar Date, the Debtors received approximately fifty (50) 503(b)(9) Claims by Vendors.

5. Pursuant to paragraph 15(g) of the 503(b)(9) Claims Bar Date Order, the Debtors have ninety (90) days after the 503(b)(9) Claims Bar Date to file with the Court and serve any Objections to timely filed 503(b)(9) Claims, i.e., through and including July 11, 2019.

6. As set forth herein, the Debtors object to the 503(b)(9) Claims designated on **Exhibits A and B** hereto (respectively, "Schedule A" and "Schedule B") on grounds that those 503(b)(9) Claims are inconsistent with the books and records of the Debtors (the "Inconsistent Claims").

7. Schedule A reflects claims filed by Vendors of Debtor Miami Metals II. With respect to Schedule A, the Debtors' books and records indicate no goods were received by Miami Metals II from any Vendor listed on Schedule A within twenty (20) days of the First Petition Date.

8. Schedule B reflects claims filed by Vendors of Debtor Miami Metals VII. With respect to Schedule B, the Debtors' books and records indicate no goods were received by Miami Metals VII from any Vendor listed on Schedule B within twenty (20) days of the Second Petition Date.

9. As required by the 503(b)(9) Claims Bar Date Order, for the reasons set forth below, the Debtors hereby object to the 503(b)(9) Claims designated on Exhibits A and B hereto (collectively, the "Inconsistent 503(b)(9) Claims").

### **JURISDICTION AND VENUE**

10. The United States Bankruptcy Court for the Southern District of New York (the "Court") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended*

*Standing Order of Reference from the United States District Court for the Southern District of New York*, dated January 31, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. §§ 157(b)(2)(A), (M), and (O).

11. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

### **RELIEF REQUESTED**

12. Upon examining the 503(B)(9) Claims identified on **Exhibits A and B**, the Debtors have determined that each such claim is inconsistent with the Debtors' books and records. As such, the Inconsistent 503(b)(9) Claims must be disallowed in their entirety and expunged from the official claims register of these Chapter 11 cases.

13. Accordingly, the Debtors seek entry of an order in substantially the form attached hereto as **Exhibit C**, disallowing the Inconsistent 503(b)(9) Claims in their entirety and expunging them from the official claims register of these Chapter 11 cases.

14. In support of the relief requested herein, the Debtors submit the Declaration of Scott Avila, as Chief Restructuring Officer (the "**Avila Declaration**"), a copy of which is attached hereto and incorporated herein as **Exhibit D**.

### **Basis for Relief Requested**

15. The Debtors have identified Proofs of 503(b)(9) Claim that are inconsistent with the Debtors' books and records.

16. Set forth on **Exhibits A and B** are the Inconsistent 503(b)(9) Claims that the Debtors have identified to date, and contain the following information for each Inconsistent Priority Claims: (a) Name of Vendor/Claimant; (b) Claim Number of Inconsistent 503(b)(9) Claim; (c) Asserted Amount of Inconsistent 503(b)(9) Claim; and (d) Amount of 503(b)(9) Claim According to the Debtors' Books and Records.

17. Section 503(b)(9) of the Bankruptcy Code provides that upon notice and a hearing, a creditor's claim shall be allowed as an administrative expense for

the value of any goods received by the debtor within 20 days before the date of commencement of a case under [title 11] in which the goods have been sold to the debtor in the ordinary course of the debtor's business.

11 U.S.C. § 503(b)(9).

18. As set forth in Bankruptcy Rule 3001(f), a properly executed and filed proof of claim constitutes *prima facie* evidence of the validity and the amount of the claim under section 502(a) of the Bankruptcy Code. A filed proof of claim is "deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). A chapter 11 debtor has the duty to object to the allowance of any claim that is improper. 11 U.S.C. §§ 704(a)(5) and 1106(a)(1). Although an objecting party bears the burden of putting forth sufficient evidence to rebut the *prima facie* validity of the claim, "[t]he ultimate burden of proof, however, always lies with the claimant." *In re Ideal Mortgage Bankers, Ltd.*, 539 B.R. 409, 425 (Bankr. E.D.N.Y. 2015) (citing *In re Taranto*, 2012 Bankr. LEXIS 132, at \* 18 (Bankr. E.D.N.Y. Mar. 27, 2012)).

19. The Debtors have diligently and carefully reviewed and scrutinized each of the Inconsistent 503(b)(9) Claims.

20. Accordingly, to afford the Inconsistent 503(b)(9) Claims their proper treatment, the Debtors seek to disallow the Inconsistent 503(b)(9) Claims, as identified on **Exhibits A and B**, in their entirety, and have them expunged from the official claims register of these Chapter 11 cases.

**SEPARATE CONTESTED MATTER**

21. To the extent that a response is filed regarding any Inconsistent 503(b)(9) Claim and the Debtors are unable to resolve any such response, each such Inconsistent 503(b)(9) Claim will constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Further, the



Debtors request that any order entered by the Court regarding an objection or other reply asserted in response to this Objection be deemed a separate order with respect to each proof of claim.

**RESERVATION OF RIGHTS**

22. The Debtors expressly reserve the right to amend, modify or supplement this Objection and to file additional substantive or non-substantive objections to the Inconsistent 503(b)(9) Claims objected to herein, or any other 503(b)(9) Claims (filed or not) which may be asserted against the Debtors. Should the grounds stated in this Objection be overruled, the Debtors reserve their rights to object on other stated grounds or on any other grounds that the Debtors discover. In addition, the Debtors reserve the right to seek further reduction of any 503(b)(9) Claim for any reason including to the extent such 503(b)(9) Claim has been paid, and further reserve the right to raise further objections.

**NOTICE**

23. Notice of this Motion has been provided, in accordance with the *Order Establishing Certain Notice, Case Management, and Administrative Procedures* [ECF No. 55], to: (i) the Office of the United States Trustee for the Southern District of New York; (ii) counsel to the Official Committee of Unsecured Creditors; (iii) counsel to the Debtors' prepetition Senior Lenders; (iv) each Vendor listed on Exhibit A and/or B, at the address indicated in their respective Proof of 503(b)(9) Claim; and (v) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in view of the facts and circumstances, such notice is sufficient and no other or further notice need be provided.

WHEREFORE, the Debtors respectfully request that the Court enter an order substantially similar to the form attached as **Exhibit C** granting (i) the relief requested herein and (ii) such other and further relief as it deems just and proper.

Dated: May 23, 2019

AKERMAN LLP

By: /s/Katherine C. Fackler

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*Counsel for Debtors and Debtors-in-Possession*

**EXHIBITS A AND B**

**INCONSISTENT 503(b)(9) CLAIMS**

In re: Miami Metals I, Inc.  
Case No. 18-13359-SHL (Jointly Administered)

**EXHIBIT A**

<b>CLAIM NUMBER</b>	<b>NAME OF CLAIMANT</b>	<b>AMOUNT OF FILED CLAIM</b>	<b>AMOUNT OF CLAIM PER DEBTOR'S RECORDS</b>
396	ANZAR ENTERPRISES INC	\$ 4,500	\$0
1308	B JEWELERS INC	6,800	0
465	BOILEAU* BERNARD	2,798	0
885	7907109 CANADA INC O/A TORONTO GOLD	6,537	0
1909	DESIGN GOLD GROUP INC	165,013	0
1884	GEIB REFINING CORP	181,181	0
292	GEIB REFINING CORP	68,373	0
509	HIALEAH PAWN CORP	49,000	0
786	JOHN STEPHEN SENFF LLC	226,108	0
1870	KAREN J MCMASTER	4,173	0
2342	LEDOUX AND CO	4,852	0
582	MATERIAL HANDLING SYSTEMS INC	3,846	0
1899	MUSIC CITY GROUP LLC	46,586	0
2288	NEUMANN*DANIEL D	3,800	0
2318	PORTER WARNER INDUSTRIES	2,877	0
205	PPS INC DBA BRASWELL AND SON	33,455	0
2287	REGAL BROWN A RAWSON INC CO	7,522	0
1514	SALCO ENTERPRISE INC	4,355	0
1982	SITKIN*JEFFREY H	27,923	0

Total: \$ 849,699 \$0

In re: Miami Metals I, Inc., et al.  
Case No. 18-13359-SHL (Jointly Administered)

**EXHIBIT B**

<b>Claim Number</b>	<b>Claimant</b>	<b>Amount of Filed Claim</b>	<b>Based on RMC2 Filing Date</b>
1883	ATLANTIC GOLD AND SILVER BUYERS LLC	\$ 5,192	\$0
398	7645635 CANADA INC O/A OTTAWA GOLD BUYER Pollack	206,085	0
1867	DAVID ALLEN FINE ARTS	16,997	0
798	DEB SCHOTT INC D/B/A POPLAR JEWELRY AND PAWN	136,227	0
2029	FAST EDDY GOLD AND DIAMOND EXCHANGE LLC	44,469	0
387	FCP DIAMONDS LLC	242,390	0
2032	GOLDFATHER OF PASADENA	12,887	0
582	MIDWEST REFINERIES LLC	3,594,519	0
1479	POLLOCK-CAMERON INVESTMENTS CORP <sup>C</sup>	121,373	0

Total: \$ 4,380,139      \$ -

**EXHIBIT C**

**PROPOSED ORDER**

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

In re:	)	Chapter 11
	)	
MIAMI METALS I, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 18-13359 (SHL)
	)	
Debtors.	)	(Jointly Administered)
	)	

**ORDER SUSTAINING DEBTORS' FIRST OMNIBUS OBJECTION TO  
CLAIMS ASSERTED PURSUANT TO 11 U.S.C. § 503(b)(9)  
(INCONSISTENT WITH DEBTORS' BOOKS AND RECORDS)**

Upon the objection (the "Objection") [ECF No. \_\_\_\_]<sup>2</sup> of the debtors and debtors in possession, Miami Metals I, Inc., *et al.*, seeking entry of an order (the "Order") disallowing and expunging certain Inconsistent 503(b)(9) Claims, all as more fully described in the Objection; and the Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A),(B) and (O); and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Objection; and no responses having been filed to the Objection; and that there being due and sufficient notice of the Objection and it appearing that the relief requested in the Objection and

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Miami Metals I, Inc. (f/k/a Republic Metals Refining Corporation), 15 West 47th Street, Suites 206 and 209, New York, NY 10036 (3194); Miami Metals II, Inc. (f/k/a Republic Metals Corporation), 12900 NW 38th Avenue, Miami, FL 33054 (4378); Miami Metals III LLC (f/k/a Republic Carbon Company, LLC), 5295 Northwest 163rd Street, Miami Gardens, FL 33014 (5833); Miami Metals IV LLC (f/k/a J & L Republic LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7604); Miami Metals V LLC (f/k/a R & R Metals, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7848); Miami Metals VI (f/k/a RMC Diamonds, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (1507); Miami Metals VII, LLC (f/k/a RMC2, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (4696); Miami Metals VIII (f/k/a Republic High Tech Metals, LLC), 13001 NW 38 Avenue, Miami, FL 33054 (6102); 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).

<sup>2</sup> Defined terms from the Objection are incorporated by reference herein.

granted herein is in the best interests of the Debtors, their creditors and other parties in interest;  
and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Objection is sustained.
2. Any response to the Objection not otherwise withdrawn, resolved or adjourned is hereby overruled on its merits.
3. Each of the Claims listed as an Inconsistent 503(b)(9) Claim on Exhibit A and/or Exhibit B attached hereto is hereby disallowed and expunged in its entirety.
4. Notwithstanding anything to the contrary contained herein, nothing herein shall affect the validity or otherwise seek to reclassify or expunge any non-503(b)(9) claims or portions of the non-503(b)(9) claims that may have been asserted by the claimant.
5. The official claims register in these chapter 11 cases shall be modified in accordance with this Order.
6. The Debtors' rights to amend, modify, or supplement the Objection, to file additional objections to the Claims or any other claims (filed or not) which may be asserted against the Debtors, and to seek further reduction of any Claim to the extent such Claim has been paid, are preserved. Additionally, should an objection in the Objection be overruled, the Debtors' rights to object on other stated grounds or on any other grounds that the Debtors may discover are further preserved.
7. Each Inconsistent 503(b)(9) Claim and the objections by the Debtors to such Inconsistent 503(b)(9) Claim, as addressed in the Objection and set forth on **Exhibits A and B** hereto, shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each Inconsistent 503(b)(9) Claim.



Any stay of this order pending appeal by any Vendor whose 503(b)(9) Claim is subject to this Order shall only apply to the contested matter which involves such Vendor and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters listed in the Objection or this Order.

8. The Debtors are authorized to take all actions necessary to effectuate the relief pursuant to this Order in accordance with the Objection.

9. Notice of the Objection as provided therein shall be deemed good and sufficient notice of such Objection, and the requirements of the Bankruptcy Rules and the Local Rules are satisfied by the contents of the Objection.

10. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York  
June \_\_, 2019

**PROPOSED**

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HONORABLE SEAN H. LANE  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT D**

**DECLARATION OF SCOTT AVILA**

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*Counsel to the Debtors and Debtors in Possession*

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

In re:	)	Chapter 11
	)	
MIAMI METALS I, INC., <i>et al.</i> <sup>1</sup>	)	Case No. 18-13359 (shl)
	)	
Debtors.	)	(Jointly Administered)

**DECLARATION OF SCOTT AVILA IN SUPPORT OF  
DEBTORS' OMNIBUS OBJECTION TO CLAIMS  
ASSERTED PURSUANT TO 11 U.S.C. § 503(b)(9)  
(INCONSISTENT WITH DEBTORS' BOOKS AND RECORDS)**

I, SCOTT AVILA, being duly sworn, depose and say as follows:

1. My name is Scott Avila. I am a principal of Paladin Management Group, LLC ("Paladin"), a financial advisory firm. I submit this declaration (the "Declaration") in my capacity as Chief Restructuring Officer ("CRO") of Miami Metals I, Inc. (f/k/a Republic Metals

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Miami Metals I, Inc. (f/k/a Republic Metals Refining Corporation), 15 West 47th Street, Suites 206 and 209, New York, NY 10036 (3194); Miami Metals II, Inc. (f/k/a Republic Metals Corporation), 12900 NW 38th Avenue, Miami, FL 33054 (4378); Miami Metals III LLC (f/k/a Republic Carbon Company), 5295 Northwest 163rd Street, Miami Gardens, FL 33014 (5833); Miami Metals IV LLC (f/k/a J & L Republic LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7604); Miami Metals V LLC (f/k/a R & R Metals, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (7848); Miami Metals VI (f/k/a RMC Diamonds, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (1507); Miami Metals VII (f/k/a RMC2, LLC), 12900 NW 38th Avenue, Miami, FL 33054 (4696); Miami Metals VIII (f/k/a Republic High Tech Metals, LLC), 13001 NW 38 Avenue, Miami, FL 33054 (6102), 12900 NW 38th Avenue, Miami, FL 33054 (1507); 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).

Refining Corporation) ("Miami Metals") and its affiliated debtors and debtors-in-possession (collectively, the "Debtors"), including Miami Metals, II, Inc. f/k/a Republic Metals Corp. ("Miami Metals II"), in the above-captioned chapter 11 cases pending before the United States Bankruptcy Court for the Southern District of New York (the "Court") in support of *Debtors' Omnibus Objection to Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9)* (the "Objection").

2. I am duly authorized to make this declaration on behalf of the Debtors.<sup>2</sup>

3. A history of the Debtors' businesses and the events leading to these Chapter 11 Cases are set forth in my Declaration, as Chief Restructuring Officer, in Support of Chapter 11 Petitions and First Day Motions (Docket No. 2, the "First Day Declaration"), and can be gleaned from reviewing the entirety of the Court's docket for these Chapter 11 Cases.

4. I have personal knowledge of the facts set forth herein and, if called as a witness, I could and would testify in support of the relief requested in the Objection.

5. In my capacity as CRO, I am one of the persons responsible for overseeing the claims reconciliation and objection process. I have read the Objection, and am directly, or by and through the employees of the Debtors and/or the Debtors' financial advisor, Paladin Management Group, LLC, reasonably familiar with the information contained in the Objection, the proposed order submitted therewith, and the Schedules of Inconsistent 503(b)(9) Claims attached to the Objection. I am authorized to execute this Declaration.

6. I reviewed each of the claims referenced on the Schedules of Inconsistent 503(b)(9) Claims attached to the Objection as Exhibits A and B, and the applicable support information and documentation provided therewith.

7. With respect to 503(b)(9) Claims asserted against Debtor Miami Metals II, I reviewed that Debtor's books and records for goods received within the 20 day period preceding

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<sup>2</sup> Unless otherwise indicated, defined terms herein shall have the meaning as set forth in the Objection.

the First Petition Date, i.e., October 13, 2018 through November 1, 2018 (the "First 503(b)(9) Period").

8. Miami Metals II did not receive any goods from any of the Vendors listed on Schedule A during the First 503(b)(9) Period.

9. With respect to 503(b)(9) Claims asserted against Debtor Miami Metals VII, I reviewed that Debtor's books and records for goods received within the 20 day period preceding the Second Petition Date, i.e., November 1, 2018 through November 20, 2018 (the "Second 503(b)(9) Period").

10. Miami Metals VII did not receive any goods from any of the Vendors listed on Schedule B during the Second 503(b)(9) Period.

11. I have determined that each of the 503(b)(9) Claims listed on the Schedule A and/or Schedule B is inconsistent with the Debtors' books and records. Accordingly, the Debtors seek to disallow and expunge the Inconsistent 503(b)(9) Claims to prevent Vendors from receiving unwarranted recovery from the bankruptcy estate.

12. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: May 23, 2019

*/s/Scott Avila*

Scott Avila

Chief Restructuring Officer of Debtors