

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ALLIED SYSTEMS HOLDINGS, INC., et al.¹,

Debtors.

Chapter 11

Case No. 12-11564 (CSS)

(Jointly Administered)

Re: Docket Nos. 1320 and 1640

**SECOND AMENDED NOTICE OF SALE HEARING AND
RELATED DEADLINES IN CONNECTION WITH THE SALE OF
SUBSTANTIALLY ALL OF THE DEBTORS' ASSETS**

NOTICE IS HEREBY GIVEN as follows:

1. On May 17, 2013, the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) filed a motion seeking approval of, among other things, (a) bid procedures (the “**Bid Procedures**”) in connection with the sale of substantially all of the Debtors’ assets (the “**Sale**”), (b) procedures to determine cure amounts and deadlines for objections to certain contracts and leases being assumed and assigned by the Debtors, (c) the date, time, and place for a sale hearing (the “**Sale Hearing**”) and a deadline for objections to the Sale, and (d) related relief with the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”). By order dated June 21, 2013 [Docket No. 1320], the Bankruptcy Court approved the Bid Procedures.²

2. Pursuant to the Bid Procedures, from August 14, 2013 through August 15, 2013, the Debtors conducted an auction (the “**Auction**”) to determine the purchaser under the Sale. As set forth in the *Notice of Successful Bidder at Auction in Connection with the Sale of Substantially all the Debtors’ Assets* [Docket No. 1609], the Debtors concluded the Auction on August 15, 2013 and determined that the Successful Bidder at the Auction was New Allied Acquisition Co. LLC, a Delaware entity established by the Co-Administrative Agents under the First Lien Credit Agreement at the direction of the Requisite Lenders.

3. Pursuant to that certain *Order Scheduling Deadlines Related to the Sale of Substantially All of the Debtors’ Assets* [Docket No. 1640], entered on August 27, 2013, the Sale

¹ The Debtors in these cases, along with the federal tax identification number (or Canadian business number where applicable) for each of the Debtors, are: Allied Systems Holdings, Inc. (58-0360550); Allied Automotive Group, Inc. (58-2201081); Allied Freight Broker LLC (59-2876864); Allied Systems (Canada) Company (90-0169283); Allied Systems, Ltd. (L.P.) (58-1710028); Axis Areta, LLC (45-5215545); Axis Canada Company (87568828); Axis Group, Inc. (58-2204628); Commercial Carriers, Inc. (38-0436930); CT Services, Inc. (38-2918187); Cordin Transport LLC (38-1985795); F.J. Boutell Driveway LLC (38-0365100); GACS Incorporated (58-1944786); Logistic Systems, LLC (45-4241751); Logistic Technology, LLC (45-4242057); QAT, Inc. (59-2876863); RMX LLC (31-0961359); Transport Support LLC (38-2349563); and Terminal Services LLC (91-0847582). The location of the Debtors’ corporate headquarters and the Debtors’ address for service of process is 2302 Parklake Drive, Bldg. 15, Ste. 600, Atlanta, Georgia 30345.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Bid Procedures Order.

Hearing was scheduled to take place on September 10, 2013 at 12:00 p.m. (Noon) (Prevailing Eastern Time).

3. On September 6, 2013, the Official Committee of Unsecured Creditors appointed in the above-captioned chapter 11 cases filed their *Motion of the Official Committee of Unsecured Creditors to Reopen the Auction Relating to the Sale of Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances, and Interests* [Docket No. 1769] (the "**Motion to Reopen**"), seeking to reopen the Auction. On September 8, 2013, the Debtors joined the Motion to Reopen [Docket No. 1772]. On September 9, 2013, the Bankruptcy Court conducted a telephonic hearing (the "**Telephonic Hearing**") on the Motion to Reopen and approved same. Accordingly, the Debtors will reopen the Auction on **September 11, 2013 at 2:00 p.m. (Prevailing Eastern Time)** at the offices of Richards, Layton & Finger, P.A., 920 N. King Street, Wilmington, Delaware 19801.

4. Also at the Telephonic Hearing, the Bankruptcy Court rescheduled the Sale Hearing for **September 17, 2013 at 11:00 a.m. (Prevailing Eastern Time)**. At the Sale Hearing, the Debtors intend to seek the Bankruptcy Court's approval of the Sale to the entity that is ultimately the Successful Bidder at the reopened Auction and the assumption and assignment of certain unexpired leases and executory to such Successful Bidder. The Sale Hearing will be held before The Honorable Christopher S. Sontchi, at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Wilmington, Delaware, 19801. At the Sale Hearing, the Bankruptcy Court may enter such orders as it deems appropriate under applicable law and as required by the circumstances and equities of these Chapter 11 cases. Please note that responses, if any, to any Objections to the Sale shall be filed with the Bankruptcy Court by **12:00 p.m. (Noon) (Prevailing Eastern Time) on September 16, 2013**.

Dated: September 10, 2013
Wilmington, Delaware

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