### UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF OHIO WESTERN DIVISION

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In re:	) Case No. 12-30214
	) (Jointly Administered)
VALLE FOAM INDUSTRIES	)
(1995) INC., et al. <sup>1</sup>	) Chapter 15
Foreign Applicant in Foreign Proceedings.	) Judge Mary Ann Whipple )
	)

MOTION TO DESIGNATE COUNSEL FOR CERTAIN PLAINTIFFS
AS THE AGENTS FOR THOSE PLAINTIFFS FOR THE RECEIPT
OF ALL NOTICES IN THIS CASE UNTIL SUCH TIME AS THE
MONITOR IS PROVIDED WITH COMPLETE MAILING
ADDRESSES AND DETERMINING THAT THE GIVING OF
SUCH NOTICE IS ADEQUATE UNDER THE CIRCUMSTANCES

Deloitte & Touche Inc., the court-appointed monitor (the "Monitor") and foreign representative of Valle Foam Industries (1995) Inc. ("Valle Foam"), Domfoam International Inc. ("Domfoam"), and A-Z Sponge & Foam Products Ltd. ("A-Z" and, together with Valle Foam and Domfoam, the "Valle Foam Group") in proceedings (the "Canadian Proceedings")<sup>2</sup> under Canada's Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended (the "CCAA"), pending before the Ontario Superior Court of Justice (Commercial List) (the "Ontario Court"),

<sup>&</sup>lt;sup>1</sup> The Foreign Applicants include Valle Foam Industries (1995) Inc., Domfoam International Inc., and A-Z Sponge & Foam Products Ltd.

<sup>&</sup>lt;sup>2</sup> Pleadings, orders, and other papers filed in the Canadian Proceedings—Ontario Superior Court of Justice (Commercial List), Court File No. CV-12-9545-00CL—are generally available from the website maintained by the Monitor at <a href="http://www.deloitte.com/ca/Vallefoam">http://www.deloitte.com/ca/Vallefoam</a>.

hereby moves this Court (the "Motion"), pursuant to Rule 9007 of the Federal Rules of Bankruptcy Procedure, 3 for the entry of an order (i) designating each attorney listed on the attached Schedule of Plaintiffs and Plaintiffs' Counsel (the "Schedule") who represents a plaintiff for whom a complete mailing address is not set out on the Schedule (each a "Notice Counsel" and collectively the "Notice Counsel," as the context requires) as the agent for that plaintiff for receipt of all notices in this case until such time as the Monitor is provided with a complete mailing address for each plaintiff and (ii) determining that the giving of such notice is adequate under the circumstances.

#### **Preliminary Statement**

On January 23, 2012, the Monitor filed a Verified Petition for Recognition of Foreign Proceedings and Chapter 15 Relief for the Valle Foam Group. Rule 1007(a)(4) mandates, inter alia, "[A] foreign representative filing a petition for recognition under chapter 15 shall file ... a list containing ... all parties to litigation pending in the United States in which the debtor is a party at the time of the filing of the petition, and all entities against whom provisional relief is being sought under § 1519 of the Code." As described in more detail in the Verified Petitions, members of the Valle Foam Group are defendants in fifteen class or direct actions (the "U.S. Actions") pending in the United States District Court for the

<sup>&</sup>lt;sup>3</sup> Unless otherwise indicated, all section references are to title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code"), all rule references are to the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and all references to "Chapter XX" are to chapter xx of the Bankruptcy Code.

Northern District of Ohio (the "District Court") under the umbrella case known as Case No. 1:10-md-02196 (JZ), In re: Polyurethane Foam Antitrust Litigation.

The Monitor has filed its List of All Parties to Pending Litigation Pursuant to Bankruptcy Rule 1007(a)(4), etc. [Docket no. 18] (the "Rule 1007 List"). In compiling the Rule 1007 List, the Monitor included the names of all of the plaintiffs and all of its co-defendants in the U.S. Actions together with the names and addresses of all of the attorneys for all of the parties. While the Monitor believes that the Rule 1007 List is complete as it pertains to the names of other litigants, the Monitor has addresses for some but not for all of the plaintiffs. Addresses are needed so that the Monitor can comply with the requirement that it give (a) notice to all parties in interest of its request for recognition of the foreign proceedings and (b) notice to all parties against whom it seeks provisional relief of that provisional relief.

The Monitor is prepared to give appropriate notice by means of the U.S. Mail to all persons entitled to notice but cannot do so unless the Monitor is provided with complete mailing addresses for the plaintiffs listed on the Schedule for whom a complete mailing address is missing.

In order to fulfill the need to get appropriate notice to all parties entitled to notice in the most efficient and effective manner possible, this Court should designate Notice Counsel as the agents for their clients for the receipt of notice for all purposes in this case. The individual plaintiffs are entitled to notice only because

of the fact that they retained the Notice Counsel to sue the Valle Foam Group.

Notice Counsel are already between the Valle Foam Group and their clients.

Indeed, Notice Counsel received (by means of the District Court's ECF system) the Suggestion of Bankruptcy and Applicability of Order for Provisional Relief with an attached copy of this Court's Order Granting Provisional Relief [District Court Docket no. 324] the same day that this Court entered its Order Granting Provisional Relief.

## Relief Requested

The Monitor seeks an order (i) designating Notice Counsel as the agents for their respective clients for the receipt of all notices in this Case until such time as the Monitor is provided with a complete mailing address for each plaintiff and (ii) determining that the giving of notice to Notice Counsel is adequate notice to each of their clients under the circumstances.

## Jurisdiction and Venue

This Court has jurisdiction over these Chapter 15 proceedings pursuant to 28 U.S.C. §§ 1334 and 157(a) and General Order No. 84 entered on July 16, 1984 by the United States District Court for the Northern District of Ohio. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P).

These cases have been properly commenced pursuant to section 1504 of the Bankruptcy Code by the filing of petitions for recognition of the Canadian Proceedings under section 1515 of the Bankruptcy Code.

<sup>&</sup>lt;sup>4</sup> This information has also been included on the creditor matrix for noticing purposes.

Venue is proper in this district pursuant to 28 U.S.C. §§ 1410(2).

## Argument

Bankruptcy Rule 1007 requires that the foreign representative provide the court with a list of persons so that the Court or others may serve information upon them:

Chapter 15 Case. In addition to the documents required under §1515 of the Code, a foreign representative filing a petition for recognition under chapter 15 shall file with the petition: . . .B) unless the court orders otherwise, a list containing the names and addresses of all persons or bodies authorized to administer foreign proceedings of the debtor, all parties to litigation pending in the United States in which the debtor is a party at the time of the filing of the petition, and all entities against whom provisional relief is being sought under §1519 of the Code.

The Bankruptcy Code and Rules are silent as to what suffices as "adequate notice" of the filing of a Chapter 15 Petition for the recognition of foreign main proceedings. Bankruptcy Rule 1010 states that a "party in interest" may contest a petition for recognition. Presumably the plaintiffs and co-defendants in the U.S. Actions, all of whom are contingent creditors and persons against whom provisional relief has been sought, are "parties in interest" and should receive notices.

Because the Monitor does not have the addresses of all of the plaintiffs in the U.S. Actions, he has attempted to give notice to each such plaintiff by serving notices upon their respective counsel in the U.S. Actions. Thus, each Notice Counsel has been served with:

 The Order Granting Provisional Relief which was attached to a Suggestion of Stay and properly served by means of the District Court's ECF system; and • a Notice of the Filing of these Chapter 15 Cases [Docket No. 15] (the "Chapter 15 Notice") by ordinary mail addressed as indicated on the Schedule. The Chapter 15 Notice provided notice of the dates for the filing of objections to the Chapter 15 Petitions and the date, time and place of the hearing for recognition.

By this Motion, the Monitor seeks to insure that all persons involved in litigation with the Valle Foam Group receive notice of these proceedings in the most efficient way possible. If the Monitor is given complete mailing addresses, the Monitor can and will serve the plaintiffs directly. However, until such time as addresses are given to the Monitor or the Court orders otherwise, the Monitor will continue to send notices directly to Notice Counsel as the best means under the circumstances of getting notice to the plaintiffs without addresses.

The Monitor suggests that service upon Notice Counsel satisfies the requirements of service of notice of the filing of a petition under the Bankruptcy Code. Section 342(a) of the Bankruptcy Code provides that when a voluntary bankruptcy case is commenced under other chapters: "There shall be given such notice as is appropriate . . . of an order for relief in a case under this title."

Section 342(g)(1) allows a creditor to designate a person to be responsible for receiving notices under this title. Each of the plaintiffs in the U.S. Actions has designated one of the Notice Counsel as the proper person to receive notices pertaining to the U.S. Actions. The swiftest and most effective way, indeed, the *only* way right now, to provide notice to those plaintiffs is through their counsel of record in the U.S. Actions.

The relief requested in this Motion gives each plaintiff the opportunity to provide an address and thus to receive notices directly from the Monitor or absent that disclosure to allow his or her respective Notice Counsel to receive the notices on their behalf.

WHEREFORE, the Monitor respectfully request that this Court enter an order (i) designating the Notice Counsel as the agents for their respective clients for the receipt of all notices in this case until such time as the Monitor is provided with complete mailing addresses; (ii) determining that the giving of notice as described herein is adequate under the circumstances; and (iii) granting such other and further relief as the Court may deem proper.

Dated: January 31, 2012

Respectfully submitted,

/s/ James W. Ehrman

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James W. Ehrman (0011006)
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One Cleveland Center
Cleveland, Ohio 44114-1793

Telephone: (216) 696-8700 Telecopier: (216) 621-6536

Email: mkw@kjk.com iwe@kjk.com

Counsel for Deloitte & Touche Inc., the Foreign Representative of Valle Foam Industries (1995) Inc., Domfoam International Inc., and A-Z Sponge & Foam Products Ltd.

#### CERTIFICATE OF SERVICE

I hereby certify that on January 31, 2012, a copy of the foregoing Motion to Designate Counsel for Certain Plaintiffs as the Agents for Those Plaintiffs for the Receipt of All Notices in This Case Until Such Time as the Monitor Is Provided With Complete Mailing Addresses and Determining that the Giving of Such Notice Is Adequate Under the Circumstances was filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties on the Electronic Mail Notice List as set forth below. Parties may access this filing through the Court's system. I further certify that I caused a copy of the foregoing to be served on (A) each of the attorneys on the attached Schedule of Plaintiffs and Plaintiffs' Counsel (the "Schedule") who represent a plaintiff for whom there is NOT a complete mailing address on the Schedule and (B) the persons on the Manual Notice List below by placing a copy thereof in the regular United States mail, first class postage prepaid, addressed as indicated, on January 31, 2012:

#### **Electronic Mail Notice List**

- James W. Ehrman jwe@kjk.com, rlh@kjk.com;pleadingsjwe@gmail.com
- Mary K Whitmer mkw@kjk.com
- United States Trustee (Registered address)@usdoj.gov

#### Manual Notice List

Robert J. Bougie, CA. CIRP Deloitte & Touche Inc. 181 Bay Street, Suite 1400 Toronto, Ontario M5J 2V1 CANADA

Raymond M. Slattery Minden Gross LLP 145 King Street West Suite 2100 Toronto, Ontario M5H 4G2

Elliot A. Silver, Esq. Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, NY 10036-6522

> /s/ James W. Ehrman James W. Ehrman (0011006)

# Schedule of Plaintiffs and Plaintiffs' Counsel

(consisting of the following 4 pages)

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Manufacturing Company, et al. Case 1:11-pf-10008 (JZ)	Foamco Salos, Inc. Prime Designs, Inc. Legends, Inc.	Yupelo, MS Tupelo, MS Tupelo, MS	Glesson, Jr Glesson & McHenry  Charles E. Tompitra - Shapiro Habes & Limy LLP Anthony J. LaCerva - Cotins & Scanlon A. Peritins - Cotins & Scanlon Phitp J. Gordon - Gordon Law Group Thomas G. Shapiro - Shapiro, Habes & Umy L. Codins - Cotins & Scanlon Fic W. Weshmann - McCarter Fic W. Weshmann - McCarter	71 South Green Street Tupeto, MC 38504  Shaptro Haber & Urmy LLP 53 State Street Boston, MA 02109 Collins & Scanton 3300 Terminal Tower 50 Public Square Coverland, CM 44113 Gordon Law Group 355 Boyton Street Boston, MA 02116 & English - Hartford 366 Floor	N/A
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Manufacturing Company, et al. Case 1:11-pt-10008 (JZ)  Spring Air International LLC, et al. v. Hickory Springs Manufacturing Company, et al.	Foame Sales, Inc. Phime Designs the Legends, Inc. Houston Foam Faireators, Inc.	Yupeko, MS Tupeko, MS Tupeko, MS Houston, MS	Glesson, Ir Glesson & McHenry  Charles E. Tompitins - Shapiro Habes & Limy LLP Anthony J. LaCervs - Cotins & Scanlon A.Ds A.Perkins - Cotins & Scanlon Philip J. Gordon - Gordon Law Group Thomas G. Shapiro - Shapir	71 South Green Street Tupeto, MC 38504  Shaptro Haber & Urmy LLP 53 State Street Boston, MA 02109 Collins & Scanton 3300 Terminal Tower 50 Public Square Coverland, CM 44113 Gordon Law Group 355 Boyton Street Boston, MA 02116 & English - Hartford 366 Floor	N/A
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			Haber & Urmy LLP	53 State Street	
			Anthony J. LaCerva - Coûns &	Boston, MA 02109 Collins	
			Scanion Julie	& Scanlon	
			A. Perkins - Cottins & Scenion	3300 Terminal Tower 50 Public Square	
			Philip J. Gordon - Gordon Law Group	Cleveland, OH 44113	
			Thomas G. Shapiro - Shapiro,	Gordon Law Group	
l i			Haber & Urmy Tim	585 Boytston Street	
	Spring Air LLC	402 West 300 North, Sell Lake City, UT 84103	L. Collins - Collins & Scanlon	Boston, MA 02116	
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			Charles E. Tompkins - Shaptro	Shapiro Haber & Urmy LLP	
			Haber & Urmy LLP	53 State Street Boston, MA 02109 Collins	
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	]		A. Perkins - Collins & Scanion	3300 Terminal Tower	
			Philip J. Gordon - Gordon Law	50 Public Square	
			Group	Cleveland, CH 44113	
1	]		Thomas G. Shapiro - Shapiro,	Gordon Law Group	
1	) i	l		585 Boyiston Street Boston, MA 02116	
	E&E Bedding Company	124 Second Street, Chelega, MA 02150	L. Cottns - Cottns & Scanlon Eric W. Wechmann - McCarter	DUSTON1, MOT UZ 1 10	
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	Į		Richard Hernandez	RcCarter & English - Hartford	1
1	Altred T. Gudano, Chapter 7 Trustee of the		McCarter & English - Hartford	36th Floor	]
l	substantitively consolidated estates of Consolidated		Vanessa Roberts Avery -	185 Asylum Street	]
	Bedding, Inc., et al.		McCarter & English - Hartford	Hartford, CT 06103	
Dykes Industries of Mississippi, Inc. v. Hickory				Deas & Deas, LLC	
Oykes industries of inssissippi, inc. v. nickory Springs Manufacturing Company, et al.			W. Lawrence Deas - Deas &	PO Box 7282	1
Case 1:11-pf-10018 (JZ)	Dykes Industries of Mississippi, Inc.	Hwy 41 East, Okolona, MS 38860	Deas, LLC	Tupelo, MS 38802	N/A
			<del> </del>	Deas & Deas, LLC	
	1			PO Box 7282	
i			W. Lawrence Deas - Deas &	Tupelo, MS 38802	
The Rose Hill Company, Inc. v. Hickory Springs			Deas, LLC James	Harris Shelton Hanover Walsh	
Manufacturing Company, et al.	1		D. Foster - Harris Shelton Hanover Walsh	P.O. Box 1113 Oxford, MS 38655	N/A
Case 1:11-pf-10014 (JZ)	The Rose Hill Company, Inc.	104 Mabry Street, Okolona, MS 38860	Transfer Visiti		
Tupelo Foam Salos, Inc. v. Hickory Springs	<del></del>			Deas & Deas, LLC	
Manufacturing Company, et al.	}	i	W. Lawrence Deas - Deas & Deas, LLC	PO Box 7282 Tupelu, M3 18902	N/A
Case 1:11-p1-10017 (JZ)	Tupeto Foam Siles, Inc	2600 Brooks Road, Beiden, MS 38850	DeB, LIC	10pes, w. 10x02	N.A.
Life Style Furniture Company, Inc. v. lickory	<del> </del>			Dess & Dess, LLC	
Springs Manufacturing Company, et al.			W. Lamence Deas - Deas &	PO Box 7282 Tupelo, M3 38802	NA
Case 1:11-p1-10015 (JZ)	Life Cityle Furniture Company, Inc.	Hwy 41 East PO Box 30s, Okolonii, MS 38860	Deas, LLC	Dess & Dess, LLC	
			W. Lawrence Deas - Deas &	PO Box 7282	
	Family Home Furnishings, LLC	423 West Main Street, Okolona, MS 38860	Deas, LLC	Tupelo, MS 38802	
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Corinthian, Inc. v. Hickory Springs			W. Lawrence Deas - Deas &	PO Box 7282	
Manufacturing Company, et al. Case 1:11-pf-10016 (JZ)	Corinthian, Inc.	41 Herson Road, Corinth, MS 38835	Deas, LLC	Tupelo, MS 38802	N/A
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Considera Bedding, Inc. v. Hickory Springs		t	Group	Suite 810	
Manufacturing Company, et al. Case 1:12-pf-10000 (JZ)	Corsicana Bedding, Inc.	3001 South Highway 287, Corsicana, TX 75109		DaSas, TX 75206	N/A
Case true by toney feet		I	1	CPL Legal Group 6440 N Central Expwy	
1	1	1	Chase P Laws - CPL Legal	Suite 610	
1	Winco Bodding USA, LLC	3001 South Highway 287, Corsicana, TX 75109	Group	Datas, TX 75206	<u></u>
				Freeland Shull PLLC	
		i .		405 Galleria Lane, Sta. C	1
L&J Products & Sales, Inc., et al. v. Hickory		1	M. Reed Mertz - Freeland Shull,	PO Box 2249	L
Springs Manufacturing Company, et al. Case 1:11-cv-264-SA-DAS (N.D. Miss.)	L&J Products and Sales, Inc.	281 Highway 178 West, Tupelo, MS 38804	PLLC	Oxford, MS 38655	N/A
Gast 1.11.01.04.001.001.011.01.011.01.01.01.01			1	Freetand Shull, PLLC 405 Galleria Lane, Ste. C	
1	1		M Reed Martz - Freeland Shuft	PO Box 2249	
1	Florids Foam and Sales, Inc.	281 Highway 178 West, Tupelo, MS 38804	PLIC	Oxford, MS 38655	ļ
		T	1	Freetand Shud, PLLC	
			ì	405 Gatteria Lane, Ste. C	
			M. Reed Martz - Freeland Shull	405 Gatleria Lane, Ste. C PO Box 2249	
	NC Foem and Sales, Inc.	281 Highway 178 West, Tupelo, MS 38804	M. Reed Martz - Freetand Shull PLLC		

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			Chris H. Deaton - Deaton &		
			Deaton, PA		
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	Genesis Furniture Inchastics	Pentetoc MS	Deston, PA		