

STATE OF WISCONSIN  
CIRCUIT COURT  
MILWAUKEE COUNTY  
BRANCH 11

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IN RE:

UMS HOLDINGS, LLC  
SCHULZ'S RECYCLING, INC.  
UMS TRUCKING, LLC  
UNITED MFR, LLC  
UNITED MILWAUKEE SCRAP, LLC  
UNITED MILWAUKEE SCRAP INTERNATIONAL SALES CORP.

Case No. 19 CV 8498  
Case Code: 30304  
Other Debtor Actions

ASSIGNORS.

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NOTICE OF MOTION FOR (A) ENTRY OF AN ORDER APPROVING AUCTION TERMS AND PROCEDURES, SCHEDULING A SALE HEARING AND APPROVING BREAK-UP FEE, (B) AN ORDER AUTHORIZING SALE ASSETS TO WINNING BIDDER FREE AND CLEAR OF LIENS, CLAIMS AND ENCUMBRANCES, DEEMING SALE TO THE WINNING BIDDER TO BE A LIQUIDATOR'S SALE OF ASSETS PURSUANT TO WIS. STATS. §128.25(6)(C) AND AUTHORIZING THE DISTRIBUTION OF SALE PROCEEDS, AND (C) RELATED RELIEF

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Rebecca R. DeMarb, as the proposed Wis. Stats. Chapter 128 Receiver (the "Receiver") of the above-captioned Assignors, has filed the Motion set forth above (the "Motion"). The Motion includes significant information including a list of assets to be sold, list of excluded assets, the full Purchase Agreement, and the Auction Procedures. A full copy of the Motion, with exhibits, is on file with the Court, will be available at [www.demarb-brophy.com/UMS](http://www.demarb-brophy.com/UMS) by November 11, 2019, and it is available by requesting it from the Receiver by emailing [mlee@demarb-brophy.com](mailto:mlee@demarb-brophy.com).

The Motion seeks the entry of two separate orders.

First, on November 22, 2019, at 10:30 a.m., Central Time, before the Honorable David Swanson, Room 413, Milwaukee County Circuit Court, 901 N. 9th St., Milwaukee, WI 53233, the Court will hold a hearing (the "Auction Procedures Hearing") on approval of the Auction Procedures and the Break-Up Fee as required by the Purchase Agreement attached to the Motion. If no objections to the Sale Procedures

or Break-Up Fee are filed as set forth below, the Receiver will request that the Court cancel the Sale Procedures Hearing. To object to the Auction Procedures and/or the Break-Up Fee, you or your attorney must do all of the following:

**1. File a written Objection to the Auction Procedures and/or the Break-Up Fee on or before November 21, 2019, at 3:00 p.m. Central Time, explaining the factual and legal basis for your position, through the Wisconsin e-filing system or at the following address:**

Honorable David Swanson  
Milwaukee County Circuit Court Judge  
Branch 11  
Milwaukee County Courthouse  
9001 N. Ninth Street, Room 104  
Milwaukee, WI 53233

**2. Mail or e-mail a copy of your Objection so that it is received the same day you file your objection with the Court by:**

Rebecca R. DeMarb  
DeMarb Brophy LLC  
P.O. Box 631  
Madison, WI 53701  
[rdemarb@demarb-brophy.com](mailto:rdemarb@demarb-brophy.com)

**3. Appear and explain your position at the Auction Procedures Hearing.**

Second, on December 4, 2019 at 11:00 a.m., Central Time, before the Honorable David Swanson, Room 413, Milwaukee County Circuit Court Milwaukee County Circuit Court, 901 N. 9th St., Milwaukee, WI 53233, the Court will hold a hearing to approve (1) the sale of the Auction Assets to the Stalking Horse Bidder or, if another party enters a higher or better offer for to purchase the Auction Assets pursuant to the Auction Procedures, sale to the Winning Bidder at Auction; (2) Disbursement of the sale proceeds (the "Sale Approval Hearing"). To object to approval of the sale, you or your attorney must do all of the following:

**1. File a written Objection to the approval of the sale on or before November 29, 2019, at 4:00 p.m., Central Time, explaining the factual and legal basis for your position, through the Wisconsin e-filing system or at the following address:**

Honorable David Swanson  
Milwaukee County Circuit Court Judge  
Branch 11  
Milwaukee County Courthouse  
9001 N. Ninth Street, Room 104  
Milwaukee, WI 53233

**2. Mail or e-mail a copy of your Objection so that it is received the same day you file your objection with the Court by:**

Rebecca R. DeMarb  
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P.O. Box 631  
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[rdemarb@demarb-brophy.com](mailto:rdemarb@demarb-brophy.com)

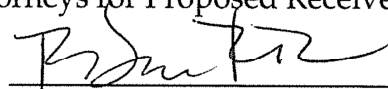
**3. Appear and explain your position at the Sale Approval Hearing**

The Receiver will hold the Auction on **December 3, 2019, at 10: 30 a.m., Central Time** in Milwaukee, Wisconsin. Initial bids are due by email at **4:00 p.m., Central Time, on November 29, 2019** to participate in the Auction.

Dated this 7<sup>th</sup> day of November, 2019.

**DeMARB BROPHY LLC**  
Attorneys for Proposed Receiver

By: \_\_\_\_\_



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