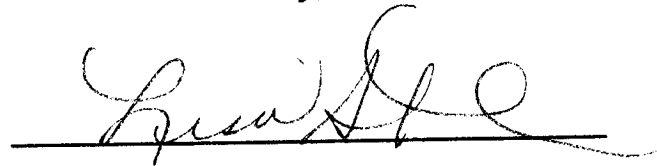


This is ...Exhibit "F"... referred to in the
Affidavit of ...Thomas H. King...
sworn before me, this 5th day
of May, 2006

A handwritten signature in cursive script, written in black ink, positioned above a horizontal line. The signature is somewhat stylized and difficult to read precisely, but appears to be a name.

Notary Public

NOTARY PUBLIC, NEWTON COUNTY, GEORGIA
MY COMMISSION EXPIRES DEC. 22, 2007

FILED ON DOCKET
FEB 21 2006

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

In re:

ALLIED HOLDINGS, INC., *et al.*

Debtors.

Chapter 11

Case Nos. 05-12515 through 05-12526
and 05-12528 through 05-12537
(Jointly Administered)

Judge Drake

**AGREED ORDER ON DEBTORS' MOTION FOR EXTENSION OF TIME
TO ASSUME OR REJECT NON-RESIDENTIAL REAL PROPERTY
LEASE WITH LEPERCQ CORPORATE INCOME FUND L.P.**

The following matters came before the Court on February 14, 2006 for a duly scheduled and properly noticed hearing: (a) the Debtors' Motion for Extension of Time to Assume or Reject Non-Residential Real Property Lease with LEPERCQ Corporate Income Fund L.P. for the Premises Located at 160 Clairemont Avenue, Decatur, Georgia 30030 Pursuant to Section 365 of the Bankruptcy Code (the "Motion to Extend") (Docket No. 1074) filed by Allied Holdings, Inc. ("AHI") (collectively, with all of its affiliated debtors and debtors-in-possession, the "Debtors"),¹ and (b) Motion of LEPERCQ Corporate Income Fund L.P. (1) to Set Date Certain for Assumption or Rejection of Lease, (2) to Compel Performance of Leasehold Obligations, (3) for Relief from Automatic Stay and Adequate Protection and (4) for Other Relief (the "Landlord's Motion") (Docket No. 962).

During the hearing, counsel for the respective movants announced a consensual resolution to the Motion to Extend and the Landlord's Motion, and counsel for the Official

¹ The affiliated debtors are as follows: Allied Automotive Group, Inc., Allied Systems, Ltd. (L.P.), Allied Systems (Canada) Company, QAT, Inc., RMX LLC, Transport Support LLC, F.J. Boutell Driveaway LLC, Allied Freight Broker LLC, GACS Incorporated, Commercial Carriers, Inc., Axis Group, Inc., Axis Netherlands, LLC, Axis Areta, LLC, Logistic Technology, LLC, Logistic Systems, LLC, CT Services, Inc., Cordin Transport LLC, Terminal Services LLC, Axis Canada Company, Ace Operations, LLC, and AH Industries Inc.

Committee of Unsecured Creditors (the "Committee") announced on behalf of the Committee that he had no objection to the consensual resolution of said motions. No objections to the consensual resolution were raised by any creditor or party-in-interest.

It appears that the Court has jurisdiction over these matters; that this is a core matter; that notice of the Motions has been provided to those entities on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered on August 2, 2005 in these jointly administered cases) and upon any entities whose interests are directly affected by the relief sought in the Motions; that no further notice is necessary; that the consensual resolution of the Motions announced at the hearing is in the best interests of the Debtors, their estates, and their creditors; and good and sufficient cause exists for such relief.

Accordingly, **IT IS HEREBY ORDERED** that the consensual resolution of the Motion to Extend and the Landlord's Motion announced in open court during the aforesaid hearing is made the **ORDER** of the Court as follows:

1. The time period under 11 U.S.C. § 365(d)(4) for AHI to file a motion to assume or reject the Headquarters Lease (as such term is defined in the Motion to Extend) is extended from February 28, 2006 to and including May 31, 2006.

2. On or before May 31, 2006, AHI shall file a motion pursuant to 11 U.S.C. § 365(a) to either assume the Headquarters Lease (with agreed modifications and extensions to the Headquarters Lease, if any) or reject the Headquarters Lease.

3. If AHI files a motion to assume the Headquarters Lease, as a condition to any such assumption of the Headquarters Lease, AHI's obligations under 11 U.S.C. § 365(b)(1)(A) shall specifically include but not be limited to (a) reimbursement of Lexington (as that term is

defined in the Motion to Extend) by AHI of approximately \$15,000 that AHI has pro-rated as amounts due for pre-pctition City of Decatur and DeKalb County *ad valorem* real estate taxes (the "Unpaid Tax Reimbursement") and (b) AHI's compliance with its obligations under the Headquarters Lease with respect to the roof at the Premises (as that term is defined in the Motion to Extend) (AHI and Lexington reserving their rights with respect to the question of when roof replacement should take place). Any such motion to assume the Headquarters Lease shall be set by AHI for a hearing on the next omnibus date for these cases, after passage of the Court's customary twenty-three (23) day notice period. In the event the motion to assume is denied, the Headquarters Lease will be deemed rejected, and AHI shall be a month to month tenant as provided in Section 16.3 of the Headquarters Lease.

4. If AHI files a motion to reject the Headquarters Lease, AHI shall be allowed sixty (60) days from the date the motion to reject is filed within which to vacate the Premises (the "Move-Out Period"). The rejection of the Headquarters Lease shall not be effective until the expiration of the Move-Out Period, and the Headquarters Lease shall continue to govern the relationship between the parties. If AHI is in the process of vacating the Premises during the Move-Out Period but AHI is not able to complete the process by the end of the Move-Out Period, then the Move-Out Period may be extended by the Court for up to an additional thirty (30) days for cause shown (the "Extended Move-Out Period"). In such event, the rejection of the Headquarters Lease shall not be effective until the expiration of the Extended Move-Out Period, and the Headquarters Lease shall continue to govern the relationship between the parties. If the process of vacating the Premises cannot be completed by AHI within the Extended Move-Out Period, the Extended Move-Out Period may be extended by the Court for up to an additional thirty (30) days for cause shown; provided, however, that after expiration of the Extended Move-Out Period, AHI shall be a month to month tenant as provided in Section 16.3 of the

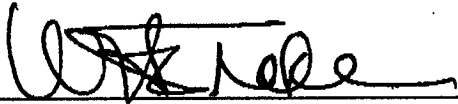
Headquarters Lease until AHI has vacated the Premises. Lexington shall be entitled to an administrative claim in the amount of any unpaid, post-petition amounts due under the Headquarters Lease, including but not limited to an amount equal to one and one-half times the aggregate of the Fixed Rent and the Additional Rent (as defined therein) which was payable under the Headquarters Lease with respect to the last month of the term of the Headquarters Lease. In the event of rejection of the Headquarters Lease, Lexington reserves all of its rights and remedies with respect to the Unpaid Tax Reimbursement and the issue of whether it has a post-petition claim relating to the roof of the Premises or any other claims it may have against AHI.

5. Lexington and AHI by agreement may alter or amend any provision of this Order, subject to applicable approval by the Court.

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

7. Counsel for the Debtors is directed to cause a copy of this Order to be served upon all parties on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered on August 2, 2005 in these jointly administered cases) and Lexington within three (3) days of entry of this Order and to file a certificate of service with the Clerk of the Court.

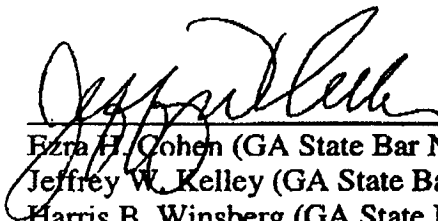
SO ORDERED this 21 day of FEBRUARY 2006.



Hon. W. Homer Drake
United States Bankruptcy Judge

[SIGNATURES CONTINUED ON NEXT PAGE]

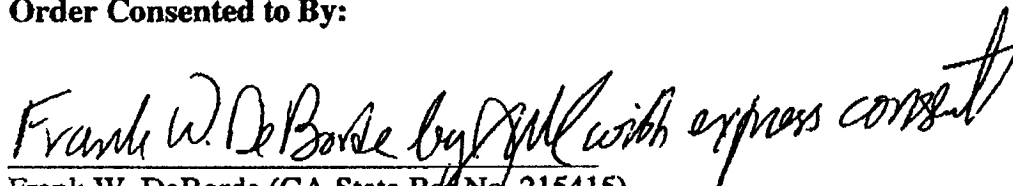
Order Prepared and Submitted by:


Ezra H. Cohen (GA State Bar No. 173800)
Jeffrey W. Kelley (GA State Bar No. 412296)
Harris B. Winsberg (GA State Bar No. 770892)
Thomas R. Walker (GA State Bar No. 732755)

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Attorneys for the Debtors

Order Consented to By:


Frank W. DeBorde (GA State Bar No. 215415)
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1600 Atlanta Financial Center
3343 Peachtree Road, N.E.
Atlanta, Georgia 30326
Telephone No.: (404) 233-7000

Attorneys for LEPERCQ Corporate Income Fund L.P.

1609623_2.DOC

CASE NO.: 05-12515

COUNSEL IS SERVING:

Karen Bristol

Karen Bristol
Courtroom Deputy Clerk to Judge Drake
February 21, 2006

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

ENTERED ON DOCKET
MAR 14 2006

In re:

ALLIED HOLDINGS, INC., *et al.*

Debtors.

Chapter 11

Case Nos. 05-12515 through 05-12526
and 05-12528 through 05-12537
(Jointly Administered)

Judge Drake

**ORDER GRANTING DEBTORS' THIRD MOTION TO EXTEND TIME TO ASSUME
OR REJECT NON-RESIDENTIAL REAL PROPERTY LEASES PURSUANT TO
SECTION 365 OF THE BANKRUPTCY CODE**

This matter is before the Court on the Debtors' Third Motion for Order Extending Time to Assume or Reject Non-Residential Real Property Leases Pursuant to Section 365 of the Bankruptcy Code (the "Motion") filed by Allied Holdings, Inc. and its affiliated debtors and debtors-in-possession herein (collectively, the "Debtors").¹

The Court has considered the Motion and the matters reflected in the record of the hearing held on the Motion. It appears that the Court has jurisdiction over this proceeding; that this is a core proceeding; that notice of this Motion has been provided to those entities on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered on August 2, 2005 in these jointly administered cases) and upon any entities whose interests are directly affected by the relief sought in the Motion; that no further notice is necessary; that the relief sought in the Motion is in the best interests of the Debtors, their estates, and their creditors; and good and sufficient cause exists for such relief.

¹ The affiliated are as follows: Allied Automotive Group, Inc., Allied Systems, Ltd. (L.P.), Allied Systems (Canada) Company, QAT, Inc., RMX LLC, Transport Support LLC, F.J. Boutell Driveaway LLC, Allied Freight Broker LLC, GACS Incorporated, Commercial Carriers, Inc., Axis Group, Inc., Axis Netherlands, LLC, Axis Areta, LLC, Logistic Technology, LLC, Logistic Systems, LLC, CT Services, Inc., Cordin Transport LLC, Terminal Services LLC, Axis Canada Company, Ace Operations, LLC, and AH Industries Inc.

Accordingly, it is hereby ORDERED as follows:

1. The time period under 11 U.S.C. § 365(d)(4) for the Debtors to assume or reject the non-residential real property leases, the landlords under which are listed on Exhibit A attached to this Order, and any other non-residential real property leases under which any of the Debtors is a lessee, except for the Headquarters Lease (as defined in the Motion) (collectively, the "Leases") is extended for an additional ninety days from March 28, 2006 through and including June 26, 2006.
2. This Order is without prejudice to the rights of the Debtors to request further extensions of time within which the Debtors must assume or reject non-residential real property leases pursuant to 11 U.S.C. § 365(d)(4).
3. Nothing in this Order (a) shall be deemed an approval of the assumption or rejection of any executory contract or unexpired lease or (b) shall constitute a determination by this Court or an admission by the Debtors that any of the Leases has not expired by its terms or otherwise has not been terminated or that any property leased by the Debtors is nonresidential.
4. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

5. Counsel for the Debtors is directed to cause a copy of this Order to be served upon all parties on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered on August 2, 2005 in these jointly administered cases) and each of the lessors under the Leases within three (3) days of entry of this Order and to file a certificate of service with the Clerk of the Court.

SO ORDERED this 14 day of MARCH, 2005.



Hon. W. Homer Drake
United States Bankruptcy Judge

Order Prepared and Submitted by:



Ezra H. Cohen (GA State Bar No. 173800)
Jeffrey W. Kelley (GA State Bar No. 412296)
Harris B. Winsberg (GA State Bar No. 770892)
Thomas R. Walker (GA State Bar No. 732755)

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Facsimile No.: (404) 885-3900

Attorneys for the Debtors

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

ENTERED ON DOCKET
MAR 14 2006

In re:

ALLIED HOLDINGS, INC., *et al.*

Debtors.

ALLIED HOLDINGS, INC., *et al.*

Movants,

v.

HART INDUSTRIAL PARK, L.L.C.,

Respondent.

Chapter 11

Case Nos. 05-12515 through 05-12526
and 05-12528 through 05-12537
(Jointly Administered)

Judge Drake

Contested Matter

**ORDER GRANTING DEBTORS' FOURTH MOTION FOR ENTRY OF AN ORDER
APPROVING AND AUTHORIZING THE REJECTION OF UNEXPIRED LEASES AND
EXECUTORY CONTRACTS PURSUANT TO 11 U.S.C. § 365 AND GRANTING
RELATED RELIEF (Real Property Lease for Premises in Kansas City, Kansas)**

This matter is before the Court on the Fourth Motion for Entry of an Order Approving and Authorizing the Rejection of Unexpired Leases and Executory Contracts Pursuant to 11 U.S.C. § 365 and Granting Related Relief (Real Property Lease for Premises in Kansas City, Kansas) (the "Motion") filed by Allied Holdings, Inc. and its affiliated debtors¹ (collectively, the "Debtors") as debtors-in-possession.

The Court has considered the Motion and the matters reflected in the record of the hearing held on the Motion. It appears that the Court has jurisdiction over this proceeding; that

¹ In addition to Allied Holdings, Inc., the following entities are debtors in these related cases: Allied Automotive Group, Inc., Allied Systems, Ltd. (L.P.), Allied Systems (Canada) Company, QAT, Inc., RMX LLC, Transport Support LLC, F.J. Boutell Driveaway LLC, Allied Freight Broker LLC, GACS Incorporated, Commercial Carriers, Inc., Axis Group, Inc., Axis Netherlands, LLC, Axis Areta, LLC, Logistic Technology, LLC, Logistic Systems, LLC, CT Services, Inc., Cordin Transport LLC, Terminal Services LLC, Axis Canada Company, Ace Operations, LLC, and AH Industries Inc.

this is a core proceeding; that notice of this Motion has been provided to those entities on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered on August 2, 2005 in these jointly administered cases) and upon Hart Industrial Park, L.L.C. by U.S. Mail; that no further notice is necessary; that the relief sought in the Motion is in the best interests of the Debtors, their estates, and their creditors; and good and sufficient cause exists for such relief.

Accordingly, it is hereby ORDERED as follows:

1. The Motion is GRANTED with all capitalized terms not otherwise defined have the meanings ascribed to them in the Motion;

2. The Debtors are authorized to reject the Lease and the Lease is hereby deemed rejected, effective as of March 18, 2006, pursuant to 11 U.S.C. § 365;

3. The Tenant shall be permitted to remain in possession of the Premises through and including March 22, 2006, provided, however, that the Tenant's right to possession subsequent to rejection of the Lease shall be nonexclusive in that, for the period of time from March 18, 2006 through and including March 22, 2006, Jack Cooper may simultaneously enjoy any right to possession of the Premises it may have under the terms of the New Lease.

4. The Landlord is hereby prohibited from filing a Rejection Claim;

5. The permissible allowed amount, if any, of the Filed Claim shall not exceed \$1,394.98;

6. The permissible allowed amount of any Premises Damage Claim shall not exceed \$9,500;

7. Within thirty (30) days of the entry of this Order, the Landlord shall (A) return to the Tenant the Security Deposit, net of any asserted Premises Damage Claim and (B) provide to the Tenant an accounting showing the calculation of any such asserted Premises Damage Claim;

8. Any Premises Damage Claim shall be filed by the Landlord on or before forty-five (45) days after the entry of this Order (the "Premises Damage Claim Bar Date") such that such claim is received by the Debtors' claims agent, JP Morgan Trust Company, N.A., on or before the Premises Damage Claim Bar Date;

9. In the event that Landlord fails to file a Premises Damage Claim on or before the Premises Damage Claim Bar Date in accordance with the requirements of Paragraph 8 of this Order, the Landlord shall forever be barred from asserting any such claim;

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

11. Counsel for the Debtors is directed to cause a copy of this Order to be served upon all parties on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered on August 2, 2005 in these jointly administered cases) and upon the Landlord within three (3) days of entry of this Order and to file a certificate of service with the Clerk of the Court.

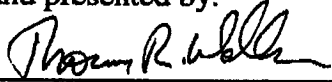
SO ORDERED this 14 day of MARCH 2006.



W. Homer Drake
UNITED STATES BANKRUPTCY JUDGE

[signature of counsel preparing and presenting order appears on next page]

Prepared and presented by:



Ezra H. Cohen (GA State Bar No. 173800)
Jeffrey W. Kelley (GA State Bar No. 412296)
Harris B. Winsberg (GA State Bar No. 770892)
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Attorneys for the Debtors

ENTERED ON DOCKET
APR 11 2006

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION

In re:

ALLIED HOLDINGS, INC., *et al.*

Debtors.

In re:

Allied Holdings, Inc., *et al.*

Movants,

vs.

Norfolk and Western Railway Company;
D & D Land Investments, LLC

Respondents.

Chapter 11

Case Nos. 05-12515 through 05-12526
and 05-12528 through 05-12537

(Jointly Administered)

Judge Drake

Contested Matter

**ORDER GRANTING DEBTORS' FIFTH MOTION TO REJECT CERTAIN
EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

This matter is before the Court on the Fifth Motion of Allied Holdings, Inc. and its affiliated debtors and debtors-in-possession¹ (collectively, the "Debtors") for an Order Authorizing the Rejection of Certain Executory Contracts and Unexpired Leases (the "Motion").

The Court has considered the Motion and the matters reflected in the record of the hearing held on the Motion. It appears that the Court has jurisdiction over this proceeding; that this is a core proceeding; that notice of this Motion has been provided to those entities on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered

¹ In addition to Allied Holdings, Inc., the following entities are debtors in these related cases: Allied Automotive Group, Inc., Allied Systems, Ltd. (L.P.), Allied Systems (Canada) Company, QAT, Inc., RMX LLC, Transport Support LLC, F.J. Boutell Driveaway LLC, Allied Freight Broker LLC, GACS Incorporated, Commercial Carriers, Inc., Axis Group, Inc., Axis Netherlands, LLC, Axis Areta, LLC, Logistic Technology, LLC, Logistic Systems, LLC, CT Services, Inc., Cordin Transport LLC, Terminal Services LLC, Axis Canada Company, Ace Operations, LLC, and AH Industries Inc.

on August 2, 2005 in these jointly administered cases) and upon Norfolk, and D & D by U.S. Mail; that no further notice is necessary; that the relief sought in the Motion is in the best interests of the Debtors, their estates, and their creditors; and good and sufficient cause exists for such relief.

Accordingly, it is hereby ORDERED as follows:

1. The Motion is GRANTED. All capitalized terms not otherwise defined have the meanings ascribed to them in the Motion.
2. Effective as of the date of entry of this Order, the Debtors are authorized to reject the Leases and the Leases are hereby deemed rejected pursuant to 11 U.S.C. § 365.
3. Any and all claims arising out of the rejection of the Leases are required to be filed with the Debtors' claims agent, JP Morgan Trust Company, N.A., no later than thirty (30) days after entry of this Order (the "Bar Date"). A proof of claim form may be obtained from the claims agent's website at: www.administar.net/Allied. Any such claims not filed on or prior to the Bar Date shall be deemed waived, shall not be asserted against the Debtors or their estates and shall not be entitled to participate in any distributions payable to the Debtors' creditors.
4. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

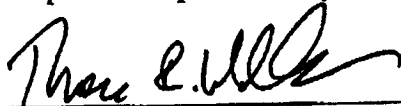
5. Counsel for the Debtors is directed to cause a copy of this Order to be served upon all parties on the Master Service List (as such term is defined in the Order Establishing Notice Procedures entered on August 2, 2005 in these jointly administered cases) and Norfolk, and D & D within three (3) days of entry of this Order and to file a certificate of service with the Clerk of the Court.

SO ORDERED this 11 day of April 2006.



W. Homer Drake
UNITED STATES BANKRUPTCY JUDGE

Prepared and presented by:



Ezra H. Cohen (GA State Bar No. 173800)
Jeffrey W. Kelley (GA State Bar No. 412296)
Harris B. Winsberg (GA State Bar No. 770892)
Alisa H. Aczel (GA State Bar No. 141268)

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ATTORNEYS FOR THE DEBTORS

**IN THE MATTER OF SECTION 18.6 OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36 AND IN
THE MATTER OF ALLIED HOLDINGS, INC. AND THOSE SUBSIDIARIES LISTED ON SCHEDULE "A" HERETO**

**ONTARIO
SUPERIOR COURT OF JUSTICE**
(PROCEEDING COMMENCED AT TORONTO)

**AFFIDAVIT OF THOMAS H. KING
(SWORN MAY 5, 2006)**

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Barristers & Solicitors
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Heath P.L. Whiteley
(L.S.U.C. No. 38528P)

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Solicitors for the Applicants