

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE MR.)
JUSTICE MORAWETZ) TUESDAY THE 14th DAY OF
FEBRUARY, 2006



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

Applicants

ORDER

THIS MOTION made by the Applicants for, among other things, an order extending the stay of proceedings was heard this day at 393 University Avenue, Toronto, Ontario.

ON READING (i) the Notice of Motion, (ii) the Affidavit of Thomas H. King sworn February 9, 2006 and the exhibits thereto (the "**King Affidavit**"), and (iii) the Second Report of the Information Officer dated January 31, 2006, filed; on hearing the submissions of counsel for the Applicants; and on being satisfied that circumstances exist that make this Order appropriate;

Service

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record in support of this motion be and it is hereby abridged such that this motion is properly returnable today and further that service thereof upon any

person other than the persons served with the Motion Record herein be and it is hereby dispensed with.

Stay of Proceedings

2. **THIS COURT ORDERS** that the Stay Period (as defined in paragraph 5 of the Order of the Honourable Mr. Justice Farley dated August 2, 2005) be and the same is hereby further extended to and including June 30, 2006.

Recognition of Specific Orders in the Chapter 11 Proceedings

3. **THIS COURT ORDERS** that the:
- (a) Claims Deadline Order, subject to paragraphs 4 and 5 below;
 - (b) the Kar-Tainer Dismissal Order;
 - (c) IPFA Order;
 - (d) the Chapter 11 Extension Order;
 - (e) the Conditional KERP Approval Order and the Supplementary KERP Approval Order;
 - (f) the BoA Assumption Order, the GM Assumption Order and the Chase Assumption Order; and
 - (g) the Further Rejection Orders;
- (all as defined in the King Affidavit and each of which are listed in **Schedule "B"** to this Order) be and they are hereby recognized in their respective entirety and shall have effect throughout Canada as if each was an order of this Court made in proceedings under the CCAA.
4. **THIS COURT ORDERS** that the Applicants shall, within 10 business days of the date of entry of this Order, publish a notice in substantially the form of the notice

attached as **Schedule "C"** hereto in each of the Globe & Mail (National Edition) and La Presse (French Edition).

5. **THIS COURT ORDERS** that for any person or entity (including, without limitation, an individual, partnership, joint venture, corporation, estate or trust) located in Canada who:

- (a) does not appear in the list of creditors attached as Exhibit "E" to the King Affidavit; or
- (b) did not receive notice of the Claims Deadline Order due to the address information on such list being inaccurate or incomplete;

(provided that such person or entity did not otherwise receive actual notice of the Claims Deadline Order) that has or wishes to assert any claim against any of the Applicants, its or their property or estates, the Bar Date as such date is defined in the Claims Deadline Order be, and is hereby extended to at or before 5:00 p.m. (Prevailing Eastern Time) on March 31, 2006.



ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.

FEB 14 2006

PER/PAR 

SCHEDULE "A"

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

AH Industries, Inc.

SCHEDULE "B"

1. Order establishing a deadline for filing pre-petition proofs of claim dated November 16, 2005
2. Order granting Debtor's Motion to Dismiss Kar-Tainer International LLC's Bankruptcy case dated December 21, 2005
3. Final Order Granting Debtors' Supplemental Motion to: (i) Enter into a Premium Financing Arrangement with Flatiron Capital Corporation and AICCO, Inc.; (ii) Execute Other Post-Petition Insurance Premium Financing Agreements dated November 16, 2005
4. Order Extending Exclusive Periods During Which the Debtors may Impose and File Plans of Reorganization and Solicit Acceptances Thereof dated November 16, 2005
5. Order Approving a Key Employee Retention Program on Certain Conditions dated December 19, 2005
6. Supplemental Order Approving Key Employee Retention Program dated January 6, 2006
7. Order Authorizing Debtors' Amendment and Assumption of Equipment Lease With Banc of America Leasing & Capital , LLC dated December 21, 2005
8. Order Authorizing Debtors' Assumption of Agreement as Amended Between Allied Automotive Group, Inc. and General Motors Corporation dated January 6, 2006
9. Order Authorizing Debtors' Amendment and Assumption of Equipment Lease with Chase Equipment Leasing Inc. dated January 27, 2006
10. Final Order Granting Debtors' Second Motion For The Rejection of Certain Executory Contracts and Unexpired Leases dated November 16, 2005
11. Order Granting Debtors' Second Motion To Extend Time to Assume or Reject Non-Residential Real Property Leases Pursuant to Section 365 of the Bankruptcy Code dated December 21, 2005
12. Order Granting Second Motion of the Debtors to Further Enlarge Time Within Which to Remove Causes of Action dated January 6, 2006
13. Order Granting Debtors' Third Motion to Reject Certain Executory Contracts and Unexpired Leases dated January 27, 2006

SCHEDULE "C"

NOTICE OF DEADLINE FOR FILING OF PROOFS OF CLAIM

**ALLIED HOLDINGS, INC.
ALLIED SYSTEMS (CANADA) COMPANY
AXIS CANADA COMPANY
AH INDUSTRIES, INC.
AND THOSE OTHER SUBSIDIARIES LISTED BELOW**

Applicants

The Applicants have filed for protection in the United States under Chapter 11 of the United States Bankruptcy Code (the "**U.S. Proceedings**"). The Applicants have also commenced proceedings in the Ontario Superior Court of Justice under the *Companies' Creditors Arrangement Act* (the "**Canadian Proceedings**") and in those proceedings have sought and obtained an order recognizing a claims deadline order entered in the U.S. Proceedings (the "**Claims Deadline Order**"). The Claims Deadline Order requires creditors of the Applicants to file a written Proof of Claim as required by such order. A copy of the Claims Deadline Order is attached as Appendix 2 to the Second Report of Grant Thornton Limited dated January 30, 2006 (located at www.gowlings.com/restructuring/Allied). On February 14, 2006, the Superior Court of Justice of Ontario made an order recognizing and giving effect to the Claims Deadline Order, which order requires this notice to be published (the "**Recognition Order**").

Pursuant to the Recognition Order, a person or entity located in Canada holding a claim against any of the Applicants who: (a) does not appear in the list of known Canadian creditors attached as Exhibit "E" to the affidavit of Tom King sworn February 9, 2006 (located at www.gowlings.com/restructuring/Allied); or (b) did not receive notice of the Claims Deadline Order due to the address information on this list being inaccurate or incomplete; (provided that such person or entity did not otherwise receive actual notice of the Claims Deadline Order) such person or entity has until 5:00 p.m. (PREVAILING EASTERN TIME) on March 31, 2006 (the "**Extended Bar Date**") to file a Proof of Claim in the required form, at either of the following addresses:

If Sent By Mail

Allied Holdings, Inc.
c/o JPMorgan Trust Company, NA
P.O. Box 56636
Jacksonville, Florida 32241-6636

If Sent By Overnight Service or Hand-Delivered

Allied Holdings, Inc.
c/o JPMorgan Trust Company, NA
8475 Western Way, Suite 110
Jacksonville, Florida 32256

Proof of Claim form(s) may be obtained at www.administar.net/allied/htm/poc.htm.

Any such person or entity who fails to file a Proof of Claim by the Extended Bar Date shall be forever barred, estopped and enjoined from asserting any right or claim against the Applicants and shall be barred from participating in any distribution under a plan or plans of reorganization that may be confirmed in the U.S. Proceedings.

A holder of a possible claim against the Applicants should consult a lawyer regarding this notice.

Should you have any questions regarding this notice please contact Canadian counsel for the Applicants as follows:

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DATED this 14th day of February, 2006 at Toronto, Canada.

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)

ORDER
(February 14, 2006)

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