

Louis R. Strubeck, Jr.  
State Bar No. (19425600)  
William R. Greendyke  
State Bar No. (08390450)  
**FULBRIGHT & JAWORSKI L.L.P.**  
2200 Ross Avenue, Suite 2800  
Dallas, Texas 75201  
Tel: (214) 855-8000  
Fax: (214) 855-8200  
lstrubeck@fulbright.com  
wgreendyke@fulbright.com

**ATTORNEYS FOR THE ALLEGED DEBTORS**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

---

In re:	§	
	§	Involuntary Chapter 11
	§	
VITRO ASSET CORP., <u>et al.</u> ,	§	Case No. 10-47470-rfn-11
	§	
Alleged Debtors. <sup>1</sup>	§	Jointly Administered
	§	

---

**MOTION OF CERTAIN ALLEGED DEBTORS FOR ENTRY  
OF ORDERS FOR RELIEF**

Comes now Vitro America, LLC, Super Sky International, Inc., Super Sky Products, Inc., and VVP Finance Corporation (collectively, the “Movants”), each an alleged debtor in these involuntary bankruptcy cases, and subject to the reservation of rights, claims and defenses expressed below, hereby move (the “Motion”) this Court to enter orders for relief for these alleged debtors (and these debtors only) forthwith. In support of this Motion, the Debtors respectfully state as follows:

---

<sup>1</sup> The Alleged Debtors are: Vitro Asset Corp. (f/k/a American Asset Holdings Corp.), Vitro Chemicals, Fibers & Mining, LLC, Vitro America, LLC, Troper Services, Inc., Super Sky Products, Inc., Super Sky International, In, VVP Holdings, LLC, Amsilco Holdings, Inc., B.B.O. Holdings, Inc., Binswanger Glass Company (f/k/a Troper Inc.), Crisa Corporation, VVP Finance Corporation, VVP Auto Glass, Inc., V-MX Holdings, LLC (f/k/a Crisa Holdings Corp.), and Vitro Packaging, LLC.

### **Background**

1. On November 17, 2010 (the “Involuntary Petition Date”), Knighthead Master Fund, L.P., Brookville Horizons Fund, L.P., Davidson Kempner Distressed Opportunities Fund, LP, and Lord Abbett Bond-Debenture Fund, Inc., as alleged creditors (collectively, the “Petitioning Creditors”), filed involuntary petitions for the entry of orders for relief with respect to the Alleged Debtors under Chapter 11 of the Bankruptcy Code (the “Involuntary Petitions”). Hearings concerning whether to enter orders for relief pursuant to the Involuntary Petitions are set to commence on March 31, 2011.

2. As authorized by Section 303(f) of the Bankruptcy Code, the Alleged Debtors continue to operate their businesses and use, acquire or dispose of property as if an involuntary case had not been commenced against them. No trustee or examiner has been requested or appointed in any of the Alleged Debtors’ involuntary Chapter 11 cases.

3. The Alleged Debtors filed their answers to the Involuntary Petitions on December 9, 2010. See Dkt. No. 70.

4. Trials on the Involuntary Petitions commenced on February 24, 2011, but were continued at the request of the Alleged Debtors to March 31, 2011.

5. On March 16, 2011, certain of the alleged debtors filed their Emergency Motion for Interim and Final Orders, Pursuant to 11 U.S.C. §§ 105, 303, 363, and 364 (I) Approving Amendment of the Terms of the Final Financing Order and (II) Scheduling Final Hearing (the “Affiliate Financing Motion”). See Dkt. No. 182.

6. During hearing on the Affiliate Financing Motion on March 24, 2011, the Court heard uncontroverted evidence of the severe harm directly caused to the business

operations of these and other alleged debtors by the filing and pendency of these involuntary bankruptcy cases.

**Jurisdiction And Venue**

7. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

**Relief Requested**

8. The Alleged Debtors continue to assert that the Involuntary Petitions filed on November 17, 2010 were neither justified nor meritorious, legally or factually.

9. Nevertheless, for the economic and business reasons expressed in the Affiliate Financing Motion and proven during the sealed hearing on March 24, 2011, Movants respectfully request that the Court enter an order for relief under chapter 11 of title 11 of the United States Code forthwith as to Movants only.

10. This Motion is made with full reservation of Movants' rights to assert any and claims and defenses with respect to or arising out of the filing of these involuntary petitions or otherwise attributable to the Petitioning Creditors actions, including, but not limited to, the Alleged Debtors' claims that the Involuntary Petitions were filed in bad faith and/or for an improper purpose, or that any purported entitlement by the Petitioning Creditors to an administrative expense claim under 11 U.S.C. §503(b) is not warranted or justified under the facts and circumstances of this case.

**WHEREFORE**, Movants respectfully request entry of an order for relief, subject to the reservation of rights set forth herein, for Vitro America, LLC, Super Sky International, Inc., Super Sky Products, Inc., and VVP Finance Corporation.

Dated: April 6, 2011

Respectfully submitted,

FULBRIGHT & JAWORSKI L.L.P.

By: /s/ Louis R. Strubeck, Jr.

Louis R. Strubeck, Jr. (SBT 19425600)

William R. Greendyke (SBT 08390450)

2200 Ross Avenue, Suite 2800

Dallas, Texas 75201

Telephone: (214) 855-8000

Facsimile: (214) 855-8200

*Counsel For The Alleged Debtors*

**CERTIFICATE OF SERVICE**

The undersigned attorney hereby certifies that a true and correct copy of the foregoing Motion was served upon the counsel and parties of record, electronically through the Bankruptcy Court's Electronic Case Filing System on those parties that have consented to such service, on April 6, 2011.

*/s/William R. Greendyke* \_\_\_\_\_  
*William R. Greendyke*