

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
IAP ACQUISITION CORP.)	
Case No. 06-10871 (BLS))	Case No. 06-10872 (BLS)
)	(Jointly Administered)
NEOPLAN USA CORPORATION)	
Case No. 06-10872 (BLS))	
)	
IAP EAST COAST, INC.)	
Case No. 06-10873 (BLS))	
)	
IAP INTERMODAL, LLC)	
Case No. 06-10874 (BLS))	
Debtors.)	

**NOTICE OF DEADLINE FOR THE FILING OF
PROOFS OF CLAIM AND INTERESTS AGAINST
THE DEBTORS AND OF PROCEDURE TO FILE PROOFS OF CLAIM**

PLEASE TAKE NOTICE that on August 17, 2006 (the "Petition Date"), Neoplan USA Corporation, IAP Acquisition Corp., IAP East Coast, Inc. and IAP Intermodal LLC, the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.*, as amended (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court has entered an Order, dated September 21, 2006 (the "Bar Date Order"), requiring all persons and entities (including individuals, partnerships, joint ventures, corporations, estates, and trusts and excluding governmental units) **EXCEPT THOSE PERSONS AND ENTITIES DESCRIBED IN PARAGRAPHS "2(a)" THROUGH "2(f)"** BELOW, wishing to assert a claim against the Debtors, that (i) arose prior to the Petition Date or (ii) arose from the Debtors' rejection of an executory contract or unexpired lease, except to the extent that another bar date had been established by prior order of the Bankruptcy Court, to file a complete and duly executed proof of claim form on account of such claim **so that it is actually received NO LATER THAN 4:00 p.m. Eastern Standard Time on November 6, 2006** (the "Bar Date") at the address set forth below in paragraph "6." The Bar Date and procedures described below apply to any claim that arose on or before the Petition Date (a "Prepetition Claim").

NOTICE IS FURTHER GIVEN THAT IF YOU ARE REQUIRED TO FILE A PROOF OF CLAIM AND FAIL TO DO SO IN THE MANNER PRESCRIBED HEREIN OR UNDER THE BANKRUPTCY CODE, YOU MAY BE FOREVER BARRED FROM VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER, ANY PLAN OF REORGANIZATION OR LIQUIDATION FOR THE DEBTORS.

1. WHAT IS A CLAIM?

Under section 101(5) of the Bankruptcy Code and as used herein, the term "claim" means (a) right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal equitable, secured or unsecured; or (b) right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

2. WHO SHOULD NOT FILE A PROOF OF CLAIM?

Pending further order of the Bankruptcy Court, the following persons or entities are **NOT** required to file a proof of claim or interest on or before the Bar Date:

- a. Any person who, or entity which, on account of such Claim or interest, already has properly filed with the Clerk of the United States Bankruptcy Court for the District of Delaware a proof of claim against the Debtors in the form and manner required by Bankruptcy Rules 3003 and 9009 and substantially conforming to Official Bankruptcy Form No. 10;
- b. Any person or entity: (i) whose Claim is set forth in a liquidated amount in the Debtors' Schedules, or any amendments thereto, and is not listed as either "disputed," "contingent" or "unliquidated;" and (ii) who agrees with the amount and classification of such claim set forth in the Schedules;
- c. Any person or entity having a claim under sections 503(b) or 507(a) of the Bankruptcy Code as an administrative expense of the Debtors' chapter 11 cases; provided that the Bar Dates will apply to all other Claims of such persons;
- d. Holders of Claims whose Claims have been paid in full by the Debtors;
- e. Holders of Claims whose Claims have been allowed by orders of this Court issued on or before the General Bar Date;
- f. Holders of equity interests in the Debtors including holders: of (i) any share in a corporation, whether common or preferred, or (ii) a warrant, option or right to purchase or subscribe to a share in a corporation, whether common or preferred, need not file a proof of interest arising from their ownership of such equity interest; provided, however, that any Person or Entity who wishes to assert a claim against the Debtor that is not based solely upon ownership of such equity interest, including without limitation, claims based on (x) unpaid dividends declared prior to the Petition Date, or (y) any other obligations of the Debtors, must file a proof of claim on or prior to the Bar Date.

Should the Bankruptcy Court, in the future, fix a date by which any of the aforesaid persons or entities must file a proof of claim, you will be so notified and given the opportunity, if necessary, to file a proof of claim.

3. GOVERNMENTAL UNITS.

Governmental Units must file proofs of claim by **February 13, 2007**, in accordance with Rule 3002(c)(1) of the Federal Rules of Bankruptcy Procedure.

4. WHO MUST FILE A PROOF OF CLAIM?

You must file a proof of claim if you have a Prepetition Claim (as defined above) and you are not included among the persons and entities listed in paragraph "2" above. In this regard, please note that acts or omissions of the Debtors that occurred prior to the Petition Date may give rise to a Prepetition Claim against the Debtors notwithstanding the fact that such claim (or the injuries on which they are based) may be contingent or may not have occurred, matured or become fixed or liquidated prior to such date. Therefore, any creditor having a Prepetition Claim or potential Prepetition Claim against the Debtors, no matter how remote or contingent, must file a proof of claim on or before the Bar Date. As noted above, proofs of claim will be deemed filed only when they are actually received, at the address listed below in paragraph "6."

5. PROOF OF CLAIM FORMS.

If you are listed on the Schedules, you will receive a proof of claim form and instructions explaining the procedures for completing and filing the proof of claim form.

If, for any reason you do not receive a proof of claim form, but wish to file a proof of claim or interest, you may obtain a proof of claim or interest form by (i) requesting a copy from the Claims, Noticing and Balloting Agent, Delaware Claims Agency, LLC, 230 North Market Street, 2nd Floor, P.O. Box 515, Wilmington, Delaware 19801 (ii) requesting a copy from Debtors' counsel, Ballard Spahr Andrews & Ingersoll LLP, 919 North Market Street, 12th Floor, Wilmington, DE 19801-3034, (302) 252-4465, Attention: Leslie C. Heilman, Esquire, or 1225 17th Street, Suite 2300, Denver, CO 80202-5596, Attention Alan K. Motes, Esquire; (iii) written request upon the Clerk's office, United States Bankruptcy Court For the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, DE 19801; or (iv) downloading a copy from the United States Bankruptcy Court For the District of Delaware's website, www.deb.uscourts.gov;

6. WHEN AND WHERE TO FILE.

Each proof of claim must specifically set forth the full name of the Debtor and the proper case number, as set forth in the above caption of the Debtors' chapter 11 cases, and must be filed by mailing, hand delivering, couriering or overnight delivering, the original proof of claim with the original signature so that it is actually **received NO LATER THAN 4:00 p.m. Eastern Standard Time on November 6, 2006** by the Delaware Claims Agency, LLC, at the following address:

Delaware Claims Agency, LLC
230 North Market Street, 2nd Floor
P.O. Box 515
Wilmington, DE 19801

7. THE DEBTOR'S SCHEDULES AND ACCESS THERETO.

Copies of the Schedules are available for inspection during regular business hours at: (i) the offices of Ballard Spahr Andrews & Ingersoll, LLP, counsel for the Debtors, 919 North Market Street, 12th Floor, Wilmington, Delaware 19801 or 1225 17th Street, Suite 2300, Denver, CO 80202-5596; or (ii) at the Office of the Clerk, United States Bankruptcy Court, District of Delaware, 824 Market Street, Third Floor, Wilmington, Delaware 19801.

CLAIMANTS SHOULD CONSULT WITH AN ATTORNEY REGARDING ANY OTHER INQUIRIES, SUCH AS WHETHER SUCH CLAIMANT SHOULD FILE A PROOF OF CLAIM.

Dated: September 22, 2006
Wilmington, Delaware

BY ORDER OF THE BANKRUPTCY COURT

THE HONORABLE BRENDAN LINEHAN SHANNON
UNITED STATES BANKRUPTCY JUDGE

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

Tobey M. Daluz, Esquire
Leslie C. Heilman, Esquire
919 N. Market Street, 12th Floor
Wilmington, DE 19801
Telephone: (302) 252-4465
Facsimile: (302) 252-4466
Email: daluzt@ballardspahr.com
heilmanl@ballardspahr.com

-and-

Carl A. Eklund, Esquire
Alan K. Motes, Esquire
1225 17th Street, Suite 2300
Denver, CO 80202-5596
Telephone: (303) 292-2400
Facsimile: (303) 296-3956
Email: eklundc@ballardspahr.com
motesa@ballardspahr.com

Counsel for the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF _____		PROOF OF CLAIM
Name of Debtor _____	Case Number _____	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): _____	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	THIS SPACE IS FOR COURT USE ONLY
Name and address where notices should be sent: _____		
Telephone number: _____		
Last four digits of account or other number by which creditor identifies debtor: _____	Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____	
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____ <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)		
2. Date debt was incurred: _____	3. If court judgment, date obtained: _____	
4. Classification of Claim. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.		
Unsecured Nonpriority Claim \$ _____ <input type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		
Unsecured Priority Claim <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).		
Secured Claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____		
<input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). *Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.		
5. Total Amount of Claim at Time Case Filed: \$ _____ (unsecured) _____ (secured) _____ (priority) _____ (Total) <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. 7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. 8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		THIS SPACE IS FOR COURT USE ONLY
Date _____	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): _____	

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to these general rules.

— DEFINITIONS —

Debtor

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

Creditor

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

Proof of Claim

A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the clerk of the bankruptcy court where the bankruptcy case was filed.

Secured Claim

A claim is a secured claim to the extent that the creditor has a lien on property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before the bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*.)

Unsecured Claim

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

Unsecured Priority Claim

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

Items to be completed in Proof of Claim form (if not already filled in)

Court, Name of Debtor, and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed (District of Delaware), the name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the court, all of this information is near the top of the notice.

Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in the last four digits of your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Classification of Claim

Secured Claim:

Check the appropriate place if the claim is a secured claim. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and party unsecured. (See DEFINITIONS above).

Unsecured Priority Claim:

Check the appropriate place if you have an unsecured priority claim, and state the amount entitled to priority. (See DEFINITIONS above). A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

Unsecured Nonpriority Claim:

Check the appropriate place if you have an unsecured nonpriority claim, sometimes referred to as a "general unsecured claim". (See DEFINITIONS above). If your claim is partly secured and partly unsecured, state here the amount that is unsecured. If part of your claim is entitled to priority, state here the amount **not** entitled to priority.

5. Total Amount of Claim at Time Case Filed:

Fill in the total amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

6. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

7. Supporting Documents:

You must attach to this proof of claim form copies (no originals) of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. Do **not** send original documents, gift certificates, gift cards, etc. Copies should be on standard-size 8 1/2 x 11 paper. If documents are not available, you must attach an explanation of why they are not available.

8. Submitting Proof of Claim Form:

File original and one (1) copy with any attachments with the Court at the address below. Do not include this page. To receive acknowledgment of receipt, an additional copy (original + 2 copies) must be provided along with a self-addressed stamped envelope.

U.S. Bankruptcy Court, District of Delaware
ATTN: Claims
824 Market St., 3rd Floor
Wilmington, DE 19801