

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PAL BEACH FINANCE II, L.P.,

Case No.: 09-36379-PGH
Case No.: 09-36396-PGH
(Jointly Administered)

Debtors.

**LIQUIDATING TRUSTEE'S APPLICATION TO
EMPLOY RICHARD PAINTER *NUNC PRO TUNC* TO OCTOBER 17, 2011**

Barry E. Mukamal, in his capacity as liquidating trustee (the “*Liquidating Trustee*”), through undersigned counsel and pursuant to 11 U.S.C. §327(a) and Fed.R.Bank.P. 2014(a), respectfully requests an Order of the Court, *nunc pro tunc* to October 17, 2011, authorizing the employment of Richard Painter (the “*Applicant*”). In support, the Liquidating Trustee states as follows:

1. On November 30, 2009, the Debtors filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code [ECF No. 1]. By subsequent Order of this Court, the cases are jointly administered.
2. On January 28, 2010, the Court entered the Agreed Order Directing Appointment of Chapter 11 Trustee and Denying United States Trustee's Motion to Convert Cases to Cases under Chapter 7 [ECF No. 100].
3. On January 29, 2010, the United States Trustee appointed the Liquidating Trustee as Chapter 11 Trustee in both of the Debtors' estates [ECF No. 107].
4. The Liquidating Trustee is the Liquidating Trustee by virtue of this Court's Order Confirming Second Amended Joint Plan of Liquidation dated October 21, 2010 [ECF No. 444].

5. The Liquidating Trustee desires to employ the Applicant as a consulting, and potentially testifying, expert, *nunc pro tunc* to October 17, 2011.

6. The Liquidating Trustee believes that the Applicant is qualified to advise the Liquidating Trustee on (i) attorney-related ethics and professional behavior; and (ii) other issues that may arise. In support, the Applicant's resume is attached as Exhibit 1.

7. The Applicant will assist the Liquidating Trustee in an objective and independent evaluation of (i) certain of the Debtors' pre-petition attorney-client relationships; as well as (ii) any other related or similar analyses and tasks that the Liquidating Trustee may request. This will include consulting services, and may include expert testifying services, in contested matters or one or more adversary proceedings commenced by the Liquidating Trustee.

8. Attached as Exhibit 2 is the Applicant's affidavit demonstrating that he is disinterested as required by 11 U.S.C. § 327(a) and a verified statement as required under Fed.R.Bank.P. 2014. Except as set forth in Exhibit 2, to the best of the Liquidating Trustee's knowledge, the Applicant does not (i) have any direct connection with the Debtors or the Debtors' estates; and (ii) represent any interest adverse to the Liquidating Trustee, the Debtors or the Debtors' estates.

9. Attached to this motion as Exhibit 3 is the engagement letter between undersigned counsel and the Applicant (the "**Engagement Letter**"). As more specifically set forth therein, the Applicant will provide the consulting services at an hourly rate of \$475, and if requested and necessary, testifying services at the same rate.

10. The Liquidating Trustee believes that the employment of the Applicant is in the best interest of the Debtors' estates and their creditors.

11. Attached as Exhibit 4 is a proposed order granting the requested relief.

WHEREFORE, the Liquidating Trustee respectfully requests (i) an Order authorizing retention of Applicant, *nunc pro tunc* to October 17, 2011, as his expert upon the terms and conditions set forth above; and (ii) for all other relief this Court deems just and proper.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing served via the Court's Notice of Electronic Filing upon all Registered Users on the list attached as Exhibit "A" and was mailed via U.S. Regular Mail to all parties on the list attached as Exhibit "B".

Dated: October 18, 2011.

s/ Solomon B. Genet
Solomon B. Genet, Esquire
Florida Bar No. 617911
sgenet@melandrussin.com
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Attorneys for Liquidating Trustee

Richard W. Painter

**S. Walter Richey Professor of Corporate Law. University of Minnesota Law School
229 19th Avenue South, Minneapolis, MN 55455 (612) 626-9707 rpainter@umn.edu**

Education:

Yale Law School, J.D. 1987; YALE JOURNAL ON REGULATION 1984-86 (editor 1985-86); Phi Delta Phi (Chapter President 1986-87) (sponsored lectures on professional ethics)

Harvard College, B.A. *summa cum laude* in History 1984; Phi Beta Kappa 1983; honors thesis in history; John Harvard Scholarship (awarded for class rank) 1982, 1983 and 1984; Detur Prize (awarded to highest 2% of freshman class) 1981; Phillips Brooks House Committee for the Homeless 1982-84 (Chairperson 1983-84) (founded and operated a shelter for the homeless in Harvard Square)

Employment:

University of Minnesota Law School, Minneapolis, Minnesota

S. Walter Richey Professor of Corporate Law (with tenure) since 2005 (on leave 2005-2007). Courses in Business Organizations, Securities Regulation, Securities Litigation, Professional Responsibility, Professional Responsibility of Business Lawyers, and Government Ethics. Course at the Carlson School of Business in Business Ethics (fall 2008); Provost's Conflicts of Interest Review Committee 2007-10).

The White House, Washington, D.C.

Associate Counsel to the President (commissioned officer in the White House Counsel's Office)

February 2005 to July 2007

Chief ethics lawyer for the President, White House staff and the President's nominees to Executive Branch agencies; head of four to six lawyer White House ethics office; responsible for ethics screening of Supreme Court nominees and preparation for confirmation; liaison between the White House and the Office of Government Ethics and designated ethics officers at Executive Branch agencies; periodic ethics briefings for White House staff and ethics consultations with White House staff; top secret security clearance

University of Illinois College of Law, Champaign, Illinois

Guy Raymond and Mildred Van Voorhis Jones Professor of Law 2003-2005; Professor 1999-2005 and Associate Professor (with tenure) 1998-99; Visiting Assistant Professor, Fall 1996.

Courses in Professional Responsibility, Business Ethics, Business Organizations, Securities Regulation, Securities Litigation, Corporate Finance and Comparative U.S. and E.U. Corporate Law.

Executive Committee 1998-99; Curriculum Committee 1998-2000; Admissions Committee 1999-2000 and 2003-05; Appointments Committee 2001-02; Lectures Committee 2003-04; Tenure and Promotion Committee 2004-05; Provost's Ad Hoc Committee on Public Engagement in Tenure and Promotion 2003-04; European Union Center 2000-01 (graduate seminar lecturer; grant recipient); Department of Accountancy, Ph. D dissertation committee for Deanna Lee, 2001; Graduate College, dissertation committees for J.S.D. candidates Svetoslavov Minkov, 2004; and Ariel Yehezkel, 2005.

University of Michigan Law School, Ann Arbor, Michigan

Visiting Professor, Fall 2002

Courses in Securities Regulation and Mergers and Acquisitions

University of Wisconsin Law School, Madison, Wisconsin

Warren P. Knowles Visiting Professor of Law and Government Ethics, Spring 2001

Course in Business Organizations and seminar in Ethics of Business Lawyers.

University of Bielefeld, Bielefeld, Germany

Guest Professor, Summer 1999, 2000 and 2001

Course on U.S. corporate and securities law; four-day seminars in Luxembourg on Internet law (1999), European corporate takeover law (2000), and European antitrust law (2001).

Cornell Law School, Ithaca, New York

Visiting Associate Professor, Fall 1997 and Spring 1998

Courses in Professional Responsibility and Securities Regulation, seminar in Ethical Issues in Business Transactions and directed reading in Asset Securitization

Boston University School of Law, Boston, Massachusetts

Visiting Assistant Professor, Spring 1997

Course in Securities Regulation and seminar in Ethical Issues in Business Transactions.

University of Oregon School of Law, Eugene, Oregon

Associate Professor (with tenure) 1997-98; Assistant Professor 1993-96; Co-Director, Law and Entrepreneurship Center 1994-97.

Courses in Professional Responsibility, Partnerships and Corporations, Securities Regulation, Business Planning, Corporate Finance and Mergers and Acquisitions.

Finn Dixon & Herling, Stamford, Connecticut

Feb. 1991 - Aug. 1993

Associate in commercial and appellate litigation

On the briefs for petitioner in petition for *certiorari* and subsequent briefs on the merits in *Fort Gratiot Sanitary Landfill v. Michigan Department of Natural Resources*, 112 S. Ct. 2019 (cert. granted Jan. 1992; decided June 1992) (reversing the Sixth Circuit and holding Michigan's solid waste import restrictions to be unconstitutional under the Commerce Clause)

Sullivan & Cromwell, New York, New York

Aug. 1988 - Feb. 1991

Associate in mergers and acquisitions, corporate law, securities law and commercial litigation

Judge John T. Noonan, Jr.,

United States Court of Appeals for the Ninth Circuit, San Francisco, CA

Aug. 1987 - June 1988

law clerk (subsequent coauthor of two editions of a legal ethics casebook with Judge Noonan)

Professional Associations:

American Law Institute (member); Advisor for Principles of Government Ethics (2010-2013); speaker on the Sarbanes-Oxley Act for Program Preceding May 2004 Annual Meeting; Members' Consultative Groups for Restatement of Agency and Restatement of Law Governing Nonprofit Organizations.

American Bar Association (member); presented oral and written testimony to the ABA Ethics 2000 Commission; speaker for various ABA section programs.

Association of the Bar of the City of New York, Committee on Professional Responsibility (member 1990-93 and co-author of two published reports); speaker for Association panel on securities law (2003).

Association of American Law Schools, Section on Professional Responsibility (Chair 2005), Section on Securities Regulation, Section on Business Organizations, House of Representatives (2002 and 2003).

Other Academic Affiliations:

Harvard University, Visiting Scholar, Center for European Studies (2004)

Humboldt University, Berlin, Visiting Scholar (2000-2001)

Biographical Listings:

MARQUIS WHO'S WHO IN THE WORLD (2004 -)

MARQUIS WHO'S WHO IN AMERICA (2005 -)

Invited Congressional Testimony:

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. House of Representatives Committee on Finance, Subcommittee on Capital Markets, Insurance and Government Sponsored Enterprises*, February 4, 2004 (hearing entitled "The Role of Attorneys in Corporate Governance") (testimony on rules governing professional conduct of corporate attorneys issued by the SEC pursuant to Section 307 of the Sarbanes-Oxley Act of 2002)

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. Senate Committee on Banking, Housing and Urban Affairs Subcommittee on Securities*, reprinted in Hearing on S. 1260, The Securities Litigation Uniform Standards Act of 1998 (February 23, 1998)

Oral Testimony and *Written Statement of Richard W. Painter Before the U.S. House of Representatives Committee on Commerce Subcommittee on Finance and Hazardous Materials*, reprinted in Hearings on H.R. 1689, The Securities Litigation Uniform Standards Act of 1998 (No. 105-85) at 73-84 (May 19, 1998).

Congressional Legislation:

Section 307 of the Sarbanes-Oxley Act of 2002 (mandating SEC rules requiring lawyers to report securities law violations up-the-ladder to client boards of directors) is based on a proposal made in an April 2002 letter to SEC Chairman Harvey Pitt and earlier in *Lawyer Disclosure of Corporate Fraud: Establishing a Firm Foundation*, 1996 SMU LAW REV. 101 (Section 307 was sponsored by Senators John Edwards (D. N.C.), Mike Enzi (R. WY) and John Corzine (D. N.J.) and had strong bipartisan support).

Academic Publications:

Books:

GETTING THE GOVERNMENT AMERICA DESERVES: HOW ETHICS REFORM CAN MAKE A DIFFERENCE (January 2009, Oxford University Press)

SECURITIES LITIGATION AND ENFORCEMENT: CASES AND MATERIALS (with Donna Nagy and Margaret Sachs) (West Publishing 2003); SECOND EDITION (2007); and TEACHER'S MANUAL

PROFESSIONAL AND PERSONAL RESPONSIBILITIES OF THE LAWYER, SECOND EDITION (with Judge John T. Noonan, Jr.) (Foundation Press 1997); SECOND EDITION (2001); and TEACHER'S MANUAL

Articles, Essays and Book Reviews:

Why Worry About Tomorrow?: How Conflicts of Interest Erode Personal Responsibility in Government and Banking (with Claire Hill), ___ MINNESOTA LAW REVIEW ___ (2010) (symposium on government ethics and bailouts) (work in progress)

Berle's Vision Beyond Shareholder Interests: Why Investment Bankers Should Have (Some) Personal Liability (with Claire Hill), _ SEATTLE LAW REVIEW _ (June 2010) (symposium on Adolf Berle)

President Obama's Progress in Government Ethics, CONSTITUTIONAL COMMENTARY (May 2010) (symposium on conservative and libertarian perspectives on the Obama Administration)

Extraterritorial Application of US Securities Laws (with Prof. Dr. Wulf Kaal), 7 EUROPEAN COMPANY LAW 90, (published by Wolters Kluwer and the Centre for European Company Law at the University of Leiden, The Netherlands) (June 2010).

Bailouts: An Essay on Conflicts of Interest and Other Ethics Problems When Government Pays the Tab, MCGEORGE LAW REVIEW (2009 symposium on government ethics).

Ethics and Corruption in Business and Government: Lessons from the South Sea Bubble and the Bank of the United States (published by the University of Chicago Law School) (2006 Maurice and Muriel Fulton Lecture in Legal History) (posted on SSRN Minnesota Legal Studies Research Paper 06-32).

Regulatory Competition in EU Corporate Law after Inspire Art: Unbundling Delaware's Product for Europe (with Prof. Dr. Christian Kirchner, Humboldt University, Berlin, and Dr. Wulf Kaal), 2 EUROPEAN COMPANY AND FINANCIAL LAW REVIEW 159 (2005)

Free the Lawyers: A Modest Proposal to Allow Restrictions on Future Law Practice in Settlement Agreements, 18 GEORGETOWN JOURNAL OF LEGAL ETHICS 1 (with Stephen Gillers) (2005)

The Impact of Recent Developments in Securities Law and Ethics Rules on Tax Lawyers and Tax Directors, March, 2005 in TAXES (CCH) (University of Chicago Tax Conference papers)

Ethics in the Age of Un-incorporation: A Return to Ambiguity of Pre-incorporation or an Opportunity to Contract for Clarity, 2005 ILLINOIS LAW REVIEW 49 (2005) (Symposium on *Un-incorporation*)

Convergence and Competition in Rules Governing Lawyers and Auditors, 29 JOURNAL OF CORPORATION LAW 1 (2004) (Symposium on *Evaluation and Response to Risk in Law and Accounting in the U.S. and E.U.*)

The Dubious History and Psychology of Clubs as Self Regulatory Organizations in AMERICAN ACADEMY OF ARTS AND SCIENCES OCCASIONAL PAPER SERIES, Corporate Governance Symposium; republished in JAY LORSCH, LESLIE BERKOWITZ AND ANDY ZELLEKE, RESTORING TRUST IN AMERICA'S BUSINESS (MIT Press 2004)

Commentary on Brudney and Ferrell, 69 UNIVERSITY OF CHICAGO LAW REVIEW 1219-1229 (2002) (commenting on article by Victor Brudney and Allen Ferrell on corporate charity)

Contracting Around Conflicts in a Family Business: Louis Brandeis and the Warren Trust, 9 UNIVERSITY OF CHICAGO LAW SCHOOL ROUNDTABLE 1-26 (2001)

Standing Up to Wall Street, 101 MICHIGAN LAW REVIEW 1512 (book review) (2003) (reviewing ARTHUR LEVITT, TAKE ON THE STREET (2002))

The New German Corporate Takeover Law: Comparison with Delaware and Recommendations for Reform, (with Christian Kirchner) 50 AMERICAN JOURNAL OF COMPARATIVE LAW 201-226 (2002)

Rules Lawyers Play By, 76 N.Y.U. LAW REVIEW 665-749 (June 2001)

A European Modified Business Judgment Rule for Takeover Law (with Christian Kirchner), 2 EUROPEAN BUSINESS ORGANIZATION LAW REVIEW 353-400 (Asser Institute - Max Planck Institute) (2000).

Afterword: Jurisdictional Competition as Federalism's Answer to the Multidisciplinary Practice Debate, 36 WAKE FOREST LAW REVIEW 185-91 (2001) (March 2001 Symposium on Multidisciplinary Practice)

Irrationality and Cognitive Bias at a Closing in Arthur Solmssen's THE COMFORT LETTER, 69 FORDHAM LAW REVIEW 101-26 (2000) (Annual Ethics Symposium), reprinted in SECURITIES LAW REVIEW (2002)

Lawyers' Rules, Auditors' Rules and the Psychology of Concealment, 84 MINNESOTA LAW REVIEW 1399-1437 (June 2000) (February 2000 Symposium on Multidisciplinary Practice)

Advance Waiver of Conflicts, 8 GEORGETOWN JOURNAL OF LEGAL ETHICS 289-329 (Winter 2000) (1999 Symposium on the Ethics of Business Lawyering)

Open Chambers?, 97 MICHIGAN LAW REVIEW 1430-71 (book review) (1999) (reviewing EDWARD LAZARUS, CLOSED CHAMBERS (Times Books 1998))

Responding to a False Alarm: Federal Preemption of State Securities Fraud Causes of Action, 84 CORNELL LAW REVIEW 1-108 (1998)

Don't Ask, Just Tell: Insider Trading after United States v. O'Hagan, 84 VIRGINIA LAW REVIEW 153-229 (1998) (co-author with Kimberly D. Krawiec and Cynthia A. Williams)

Professional Responsibility Rules as Implied Contract Terms, 34 GEORGIA LAW REVIEW 953-71 (Fall 1999 Symposium on Business Law)

Insider Trading Thirty Years Later, 50 CASE WESTERN LAW REVIEW 305-11 (1999) (responding to essay by Professor Jon Macey in Symposium on the Legacy of Henry Manne)

Second Opinions in Litigation, 84 VIRGINIA LAW REVIEW 1411-37 (1998) (co-author with Michael Klausner and Geoffrey Miller) (presented at February 1998 Olin Foundation Symposium on Law and Economics of Lawyering)

Lawyer Disclosure of Corporate Fraud: Establishing a Firm Foundation, 1996 SMU LAW REVIEW 101-157 (co-author with Jennifer E. Duggan) (Symposium on Securities Regulation) (presented at the May 1996 meeting of the American Law and Economics Association at the University of Chicago) (proposing at pages 261-63 legislative provisions resembling Section 307 of the Sarbanes-Oxley Act of 2002)

Disclosure of Environmental Legal Proceedings Under the Securities Laws: A Potential Step Backward, 11 J. ENVTL. LAW AND LITIGATION 101-126 (1996 Symposium on Business and the Environment)

Game Theoretic and Contractarian Paradigms in the Uneasy Relationship Between Regulators and Regulatory Lawyers, 65 FORDHAM LAW REVIEW 601-653 (AALS Professional Responsibility Section Symposium; presented at the January 1996 AALS annual meeting in San Antonio, Texas) (see Ian Ayres, *Response to Painter*, 65 FORDHAM LAW REVIEW 654 (1996))

Contractarian and Cultural Perspectives on Value Creation by Business Lawyers, 74 OREGON LAW

REVIEW 327-339 (1995) (comment on papers presented at November 1994 Symposium on Business Lawyering and Value Creation for Clients)

Litigating on a Contingency: A Monopoly of Champions or a Market for Champerty?, 70 CHICAGO-KENT LAW REVIEW 625-697 (1995) (Symposium on Fee Shifting)

Toward A Market for Lawyer Disclosure Services: In Search of Optimal Whistleblowing Rules, 63 GEORGE WASHINGTON LAW REVIEW 221-296 (1995)

The Moral Interdependence of Corporate Lawyers and Their Clients, 67 SOUTHERN CALIFORNIA LAW REVIEW 507-584 (1994), reprinted in 36 CORPORATE PRACTICE COMMENTATOR 755-834 (1995)

Editorials in Newspapers and Periodicals:

The Separation of Politics and State, THE NEW YORK TIMES, Monday June 14, 2010 at A-23 (op-ed) (urging curtailment of White House political operations),

Topic A: Politics as Usual, THE WASHINGTON POST, Sunday June 6, 2010 (op-ed discussing White House job offers to Senate candidates in Pennsylvania and Colorado)

Tell Me No Lies: Don't Ask Don't Tell Institutionalizes Dishonesty in the Military, THE AMERICAN LAWYER, June 2010

Court Nominee Liu Follows the Law, LOS ANGELES TIMES, May 3, 2010 (op-ed supporting the President's nomination of Goodwin Liu to the Ninth Circuit)

DOJ's Ex-Detainee Lawyers: the Ethics Issue, THE WEEKLY STANDARD, March 2010.(with Edwin Williamson) (op-ed urging that Justice Department lawyers who previously represented detainees recuse from similar matters at DOJ)

Mutual Funds: Fair Disclosure, Fair Regulation, NEW YORK LAW JOURNAL, December 18, 2003 at 2 (op-ed urging sensible regulation of mutual funds)

Lawyer-Client Confidentiality: Changing Model Rule 1.6 is Long Overdue, CALIFORNIA BAR JOURNAL, August 2003 at 1.

Congress Tells Corporate Lawyers to Tell Directors About Fraud, THE WALL STREET LAWYER, August 2002 at 6 (discussing Section 307 of the Sarbanes-Oxley Act of 2002).

Our Security Markets Should Be Secure, WASHINGTON POST, September 25, 2001, at A23 (op-ed proposing alternative trading floors and other measures to protect stock exchanges from terrorist attack)

Don't Disadvantage Europe: The European Parliament made the right call in rejecting the strict neutrality rule, WALL STREET JOURNAL EUROPE, July 19, 2001, at 9 (op-ed criticizing proposed EU corporate takeover directive that was rejected by the EU Parliament).

New Insider Trading Rules Attempt to Clarify SEC's Approach, 15 CORPORATE COUNSEL WEEKLY 42, 8 (BNA, November 2000) (with Kimberly D. Krawiec)

The New American Rule: A First Amendment to the Client's Bill of Rights, 2000 CIVIL JUSTICE REPORT 1 (Manhattan Institute 2000)

Proposal to Amend Model Rule 1.13 (Organization as Client) (testimony before the ABA Ethics 2000

Commission, May 1998) reprinted in THE PROFESSIONAL LAWYER, Spring 1998 at 10 (ABA) (rejected by the ABA but later incorporated in substantial part into Section 307 of the Sarbanes-Oxley Act of 2002)

Proposal to Amend the Model Rules to Provide for Advance Consent to Conflicts (testimony before Ethics 2000 Commission, June 1999) reprinted in THE PROFESSIONAL LAWYER, Winter 1999 at 26 (ABA).

A Law Clerk Betrays the Supreme Court, WALL STREET JOURNAL, April 13, 1998, at A23 (op-ed) (critical of former Supreme Court clerk's use of confidential materials to write a book on the Court)

SEC Discipline of Lawyers: In Search of a Firm Foundation, 1997 THE PROFESSIONAL LAWYER 97-105 (ABA) (symposium issue) (coauthor with Jennifer E. Duggan)

If This Is Mail Fraud, Then Most Lawyers Are Guilty, WALL STREET JOURNAL, May 4, 1994, at A15 (cited in the WALL STREET JOURNAL's lead editorial of June 23, 1994) (op-ed critical of mail fraud conviction in *United States v. Armand D'Amato* (E.D.N.Y. 1993), *rev'd* 39 F.3d 1249 (2d Cir. 1994))

Amicus Briefs and Bar Association Reports:

Brief Amici Curiae of Law Professors in Support of Respondent in Morrison v. National Australian Bank, ___ US ___ (2010) (principal author)

Brief Amici Curiae of Law Professors and Counsel in Support of Respondent in U.S. v. James Herman O'Hagan, 117 S. Ct. 2199 (1997) (urging the Supreme Court to reject the misappropriation theory of insider trading) (counsel of record and co-author with Kimberly D. Krawiec and Cynthia A. Williams)

Discipline of Law Firms, Report of the Committee on Professional Responsibility, 48 THE RECORD OF THE ASSOCIATION OF THE BAR OF THE CITY OF NEW YORK 628 (1993); reprinted in LAWYER AND ACCOUNTANT LIABILITY AND RESPONSIBILITY (ALI-ABA 1993) (co-author with Karen B. Burrows) (New York in 1996 became the first state in the United States to provide for discipline of law firms when the Appellate Division adopted rules essentially identical to several of the rules suggested in this Report)

The Attorney's Duties to Report the Misconduct of Other Attorneys and to Report Fraud on a Tribunal, Report of the Committee on Professional Responsibility, 47 THE RECORD OF THE ASSOCIATION OF THE BAR OF THE CITY OF NEW YORK 905 (1992) (co-author with Sandra E. Nickel)

Recent Radio and Television Appearances:

National Public Radio All Things Considered on June 3, 2010 (guest appearance for interview on the legality of White House job discussions with candidates for Congress); National Public Radio All Things Considered on May 20, 2010 (interview on White House enlistment of Bill Clinton to get Joe Sestak to drop Senate bid) and National Public Radio All Things Considered on April 28, 2010 (interview on Senator Ben Nelson's vote against financial reform and his ties to Warren Buffet); Minnesota Public Radio news on June 4, 2010 (interview on fraud verdict against Wells Fargo for stock lending program); University of Minnesota Driven to Discover Research Series (video taped discussion/debate on the Patriot Act with Margaret Werry, Patricia Simmons moderating (February 27, 2010)

Academic and Professional Speaking Engagements and Conferences:

Presentation of papers to faculties at the University of Minnesota (2009, 2008, and 2005), Carlson School of Business (2009); St. Thomas University (2009 and 2010), University of Chicago (annual endowed

lecture on legal history, 2006); University of Illinois (endowed professorship lecture, 2003) University of North Carolina (2003); Indiana University – Bloomington (2003); St. Louis University (2003); University of Iowa (2003); Notre Dame University (endowed lecture, 2003); University of Michigan (2002); Pepperdine University (2001), University of Wisconsin (2000), Villanova University (2000), University of Georgia (1999), Cornell University (1998), University of Illinois (1996 and 2001); Washington University (1996); and University of Oregon (1994).

American Bar Association, Section of Litigation, Upper Midwest Securities Litigation and Enforcement Forum, Minneapolis, MN, May 21, 2010 (luncheon speaker on *Review of Pending Financial Reform Legislation*)

Seton Hall University, symposium on securities law, October 2009 (speaker on comparative approaches in Germany and the US to regulation of excessive risk in investment banking)

Seattle University Law School, symposium on the work of Adolf Berle, November 4, 2009 (speaker with Claire Hill on personal responsibility and personal liability in investment banking)

Dorsey & Whitney lecture series, Lawyers and the Role of Ethics in Government (presentation of selected themes from GETTING THE GOVERNMENT AMERICA DESERVES and response by Vice President Walter F. Mondale), Minneapolis, MN, May 27 2009

McGeorge Law School, Symposium on Government Ethics, presentation of paper on *Bailouts: Conflicts of Interest and Ethics When Government Pays the Tab*, Sacramento, CA, March 7, 2009

American Bar Association, 34'th National Professional Responsibility Conference. Panel on *Model Rule 1.13, Sarbanes-Oxley and the Corporation as Client* (speaker), Boston, MA, May 30, 2008

Georgetown Law Center Corporate Counsel Institute, Panel on *Up the Ladder Reporting and Communication within the Corporate Client* (moderator and speaker), Washington, D.C. March 7, 2008

University of Minnesota Law School, S. Walter Richey Professorship Lecture, *Financial Conflicts of Interest and Securities Law Issues in Government Ethics*, February 4, 2008

Columbia Law School, Symposium on *Cross Border Securities Market Mergers: Trends, Effects and Development of Appropriate Regulatory Policies* (invited participant), New York, New York, December 19, 2007

Case Western Reserve Law School, Supreme Court Preview Symposium, Scheme Liability, Section 10(b) and *Stoneridge Investment Partners v. Scientific Atlanta* (speaker), Cleveland, Ohio, October 5, 2007

United States Office of Government Ethics, 2007 National Ethics Conference, Orlando, FL, March 15, 2007. Plenary session speaker on *Principles and Priorities for Executive Branch Ethics Programs* (official speech to over 500 federal ethics officers on behalf of the White House Counsel's office)

University of Chicago Law School, 2006 Maurice and Muriel Fulton Lecture in Legal History, May 11, 2006 (endowed annual lecture by a legal historian). *Ethics and Corruption in Business and Government: Lessons from the South Sea Bubble and the Bank of the United States*

Sacramento County Bar Association Barristers Club, Annual California Supreme Court Lunch, The Sutter Club, Sacramento, CA, February 16, 2006, keynote speaker after Chief Justice Ronald M. George. Topic: *Government Ethics from the Perspective of the White House Counsel's Office*

Briefings on *Criminal Statutes and Regulations on Handling of Classified Information*, for all White House staff in November and December, 2005 (special lectures; attendance mandated by the President)

Yale Law School Alumni Association of Washington, D.C., October 27, 2005, dinner speaker. Topic: *Government Ethics from the Perspective of the White House Counsel's Office*

United States Department of Agriculture, Annual Ethics Retreat and Scientific Roundtable, April 19, 2005, Washington, D.C., remarks on *Government Ethics and the Public Trust in an Age of Heightened Scrutiny* (official speech on behalf of the White House Counsel's office)

11th Annual ALI-ABA Corporate Governance Institute, December 3, 2004, Washington, D.C. (cosponsored by Columbia Law School Center on Corporate Governance) (speaker, on panel with Richard Breeden, former S.E.C. Chairman, on *Professional Responsibilities of Securities Lawyers*)

University of Chicago 57th Annual Tax Conference, November 12, 2004, presentation of paper on *The Corporate Tax Director: Responsibilities in the New Era of Increased Accountability* (speaker on panel with Mark Everson, Commissioner of I.R.S. and Donald Nicolaisen, Chief Accountant of S.E.C.) (paper published in TAXES (CCH)).

Council of Science Editors Retreat on Conflicts of Interest in Scientific Publication, Oakbrook, Illinois, October 30, 2004 (presentation on *Legal Liability for Scientific Fraud, Conflicts of Interest, and Insider Trading* to participants including editors-in-chief of NATURE, SCIENCE, JOURNAL OF THE AMERICAN MEDICAL ASSOCIATION) (review and approval of Council publication *Guidance for Journals Developing or Revising Policies on Conflict of Interest, Disclosure or Competing Financial Interest*)

Humboldt University – Berlin, Humboldt Institution for Trans Atlantic Issues, Conference at John Hopkins University Paul H. Nitze School of Advanced International Studies (SAIS) on The Changing Nature of the Trans Atlantic Economy, October 19, 2004, Washington, D.C. (presentation on *Trans Atlantic Application of the Sarbanes-Oxley Act of 2002*)

University of Bonn and German Academic Exchange Service (DAAD) "Germany Today" conference on *German, European and International Economic Law*, June 13-25, 2004 (participant)

American Law Institute (ALI), Program Preceding the Annual Meeting, Developments in Legal Ethics: The Duties of Corporate Directors and Lawyers after Sarbanes-Oxley, May 16, 2004, Washington, D.C. (speaker on panel with Geoff Hazard, Martin Lipton, Robert Mundheim and Mike McKetta)

Defense Research Institute (DRI) Seminar on Employment Law, April 30, 2004, Chicago (speaker on ethics in employment litigation)

Columbia University Symposium on Corporate Governance, April 24, 2004, New York City (participant)

University of Illinois Symposium on Un-incorporation, April 23, 2004, Chicago (presented *Ethics in the Age of Un-incorporation: A Return to Ambiguity of Pre-incorporation or an Opportunity to Contract for Clarity* (papers published in the ILLINOIS LAW REVIEW)

Waseda University, Institute for Corporation Law and Society, International Symposium "The Role of Lawyers in Corporate Behavior: Past and Future", March 18, 2004, Tokyo, Japan (presented papers titled *The Role of Lawyers Representing Corporations: A Perspective from the United States*, and *A New Institutional Economics Perspective on the Limits of U.S. Regulation of Non-U.S. Securities Lawyers*) (symposium papers translated into Japanese for publication by Waseda University)

Harvard University, Center for European Studies, March 11, 2004 (presented paper titled *A New Institutional Economics Perspective on the Limits of U.S. Regulation of Non-U.S. Securities Lawyers*)

Rhodes College, Institute on the Profession of Law, February 6, 2004, Memphis, TN (speaker on *The Role of Lawyers in Corporate Transactions after Sarbanes-Oxley*)

Villanova University Symposium, Up the Ladder and Beyond: The New Professional Standards for Lawyers under the Sarbanes-Oxley Act, November 8, 2003, Philadelphia, PA (speaker on *Costs and Benefits of Gatekeeper Disclosure Regulation*)

Indiana University - Indianapolis Symposium on Business Law and Ethics, October 15, 2003, Indianapolis, IN (speaker on *Regulation of Lawyers after Sarbanes-Oxley*)

Michigan State University Symposium on the Sarbanes-Oxley Act, September 19, 2003 (speaker on *Costs and Benefits of Gatekeeper Disclosure Regulation*)

University of Illinois College of Law, Guy Raymond and Mildred Van Voorhis Jones Professorship Lecture, September 7, 2003 (lecture on *Lawyers, Law Professors and Law Reform after Sarbanes-Oxley*)

University of Oregon School of Law Symposium on Business Innovation and the Law, September 5, 2003, Portland, OR (speaker on *Regulation of Lawyers after Sarbanes-Oxley*)

Eighth Circuit Judicial Conference Panel on Professional Ethics: New Challenges in Corporate Law, July 17, 2003, Minneapolis, MN (speaker on *Regulation of Lawyers after Sarbanes-Oxley*)

Law and Society Association Annual Meeting, Panel on The Limits of Self Interest in Business Transactions, June 7, 2003, Pittsburgh, PA, June 7, 2003 (paper presenter on *Convergence and Competition in Rules Governing Lawyers and Auditors*)

American Academy of Arts and Sciences, Corporate Responsibility Project, New York City, May 19-20, 2003 (speaker on *The Dubious History and Psychology of Clubs as Self Regulatory Organizations*) (written comment published in *American Academy of Arts and Sciences Occasional Paper Series*)

University of Illinois College of Law Symposium on Evaluation and Response to Risk in Law and Accounting in the U.S. and E.U., April 5, 2003 (presentation of paper *Jurisdictional Competition, Convergence and Rules Governing Lawyers and Auditors in the U.S. and E.U.*) (conference papers published in the JOURNAL OF CORPORATION LAW)

University of Illinois College of Law Board of Visitors, April 4, 2003 (lunch speaker on Sarbanes-Oxley ethics rules for securities lawyers)

Defense Research Institute (DRI), Symposium on White Collar Crime, April 3, 2003, Chicago, IL (speaker on Sarbanes-Oxley ethics rules for securities lawyers)

American Bar Association, Antitrust Law Section, Annual Meeting, April 2, 2003, Washington, D.C. (speaker with Geoffrey Hazard on Sarbanes-Oxley ethics rules for securities lawyers)

University of North Carolina, Symposium on Corporate Law after Enron, published in NORTH CAROLINA JOURNAL OF INTERNATIONAL LAW AND COMMERCIAL REGULATION, February 14, 2003 (speaker)

Association of Professional Responsibility Lawyers Panel on Ethics of Securities Lawyers under New SEC Rules, Seattle, WA, February 8, 2003 (ABA Midyear Meeting) (speaker)

University of Michigan Law School and Business School Symposium on Resilient Capitalism, January 31, 2003 (speaker on the role of lawyers, accountants and other gatekeepers in corporate governance).

University of Toronto Law School, Capital Markets Institute, Symposium on the Impact of SEC Regulation of Securities Lawyers on the Canadian Bar, January 29, 2003, Toronto, Canada (speaker)

Notre Dame University Law School, Distinguished Lecture Series, January 24, 2003 (lecturer on *Federalism and Professional Responsibility: Is There a Future for State Regulation of Lawyers?*).

New York State Bar Association Plenary Session on Corporate Responsibility, January 22, 2003, New York City (speaker on panel with Eliot Spitzer, John Biggs and others on *Client Confidentiality and the Role of Corporate Lawyers*)

AALS Professional Responsibility Section Panel on Counseling the Corporate Client, Washington, D.C., January 5 2003 (speaker on *Lawyers' Professional Responsibilities under Federal Law and Proposed Revisions to the ABA Model Rules*).

Association of the Bar of the City of New York, Symposium on Lawyers' Professional Responsibilities under the Sarbanes-Oxley Act, November 25, 2002 (speaker on *The Legislative History of Section 307 and the New SEC Rules Thereunder*).

American University symposium on The Evolving Legal and Ethical Role of the Corporate Attorney after the Sarbanes-Oxley Act of 2002, November 22, 2002 (speaker on *The Legislative History of Section 307 and Where Federal Regulation of Securities Lawyers Goes from Here*).

University of Michigan Legal Theory Workshop, October 17, 2002 (presentation of paper on *The New German Corporate Takeover Law: Comparison with Delaware and Recommendations for Reform*).

American Bar Association Committee on Professional Responsibility, Midyear Meeting, Chicago, October 12, 2002 (speaker on *Critique of the Report of the ABA Task Force on Corporate Responsibility and Recommendations for Revisions to the Model Rules*).

Villanova University School of Law Symposium on Lessons from Enron, October 5, 2002 (presentation of paper on Section 307 of the Sarbanes-Oxley Act of 2002 and lawyer disclosure of corporate fraud)

St. John's University Law School Symposium on Corporate Law, September 20, 2002 (presentation of paper on Section 307 of the Sarbanes-Oxley Act of 2002 and lawyer disclosure of corporate fraud)

University of Illinois Symposium, Ethics 2000 and Beyond, April 5, 2002 (papers published in the ILLINOIS LAW REVIEW) (moderator and commentator)

University of Chicago Symposium, Rethinking the Economic Structure of Corporate Law, February 8-9, 2002 (written comment published in UNIVERSITY OF CHICAGO LAW REVIEW)

Association of American Law Schools, Annual Meeting, New Orleans, January, 2002, speaker on panels for Section on Social Economics and Section on Professional Responsibility

University of Trier (Germany) and IAAEG (Institute for Labor Law and Labor Relations in the European Community), June 18, 2001 (lecture on *The EU Takeover Directive: A legal and economic analysis*).

CHICAGO-KENT LAW REVIEW, Theory Informs Business Practice Symposium, March 2001 (commentator on panel discussing *Smith v. Van Gorkum* and directors' fiduciary duties with investor Robert Pritzker, reprinted at 77 CHICAGO-KENT LAW REVIEW 235 (2001)).

University of Cincinnati Center for Corporate Law Symposium on Corporate Law Firms in the 21st Century, March 2001 (commentator on paper by Larry Ribstein)

Wake Forest University Symposium on Multidisciplinary Practice, Winston-Salem, North Carolina, March 2001 (presentation on *Jurisdictional Competition as Federalism's Answer to the Multidisciplinary Practice Debate* for the WAKE FOREST LAW REVIEW)

Ethics: The Revolving Door Rules, Washington, D.C. February 14, 2001 (lunch speaker) (symposium sponsored by the Transition to Governing Project of the American Enterprise Institute, the Brookings Institution and Pew Charitable Trusts)

University of Chicago symposium on the history of legal ethics, February 9, 2001 (presentation of paper on Louis Brandeis for publication in THE UNIVERSITY OF CHICAGO LAW SCHOOL ROUNDTABLE)

University of Wisconsin European Union Center and School of Law, lecture titled *Toward a European Modified Business Judgment Rule for Corporate Takeover Law*, November 29, 2000.

International Seminar on the New Institutional Economics: The Proper Scope of Government, Dresden, Germany, June 15-17, 2000 (sponsored by the Max Planck Project Group on the Law of Common Goods, Bonn, and the Rheinische Friedrich-Wilhelms University, Bonn) (participant and session chair)

Loyola University Chicago Multidisciplinary Practice Symposium, Chicago, Illinois, May 3, 2000 (panelist)

University of Minnesota Symposium on Multidisciplinary Practice, Minneapolis, Minnesota, February 2000 (presentation on *Lawyers' Rules, Auditors' Rules and the Psychology of Concealment* for the MINNESOTA LAW REVIEW)

University of Georgia School of Law Symposium on Business Lawyering, Athens, Georgia, October 1999 (presentation on *Professional Responsibility Rules as Implied Contract Terms* for the GEORGIA LAW REVIEW)

Humboldt University (Berlin, Germany) - University of Hannover (Hannover, Germany) co-sponsored Summer Academy on Information Technology and the Law, September 1999 (panel discussant)

Symposium in Honor of the Legacy of Henry Manne, Williamsburg, Virginia, May 1999 (commentator on insider trading paper presented by Jon Macey)

Georgetown University Symposium on the Team Production Model of Corporate Law, March 1999 (commentator)

Georgetown University Symposium on Ethics and Business Lawyers, March 1999 (author of symposium article for the GEORGETOWN JOURNAL OF LEGAL ETHICS)

University of Cincinnati Center for Corporate Law Symposium on Developments in the Law of Business Organizations, March 1999 (presentation on directors' fiduciary duties after *In Re Caremark*)

Association of American Law Schools annual meeting in New Orleans, January 1999 (presented paper entitled *Rules Lawyers Play By* at the Law and Economics Section session)

University of Virginia Olin Foundation Symposium on Law and Economics of Lawyering, February 1998
(commentator and coauthor of symposium article for the VIRGINIA LAW REVIEW)

Fordham University conference on The Relevance of Religion to a Lawyer's Work, New York City, June 1-4, 1997 (working group member)

American Law and Economics Association annual meeting at the University of Chicago, May 1996
(presented paper titled *Lawyer Disclosure of Corporate Fraud: Establishing a Firm Foundation*)

Association of American Law Schools annual meeting in San Antonio, Texas, January 1996 (presented *Game Theoretic and Contractarian Paradigms in the Uneasy Relationship Between Regulators and Regulatory Lawyers* at the Professional Responsibility Section session)

George Mason University Quantitative Methods Institute for Law Professors, Hanover, New Hampshire, July 1995 (participant in two-week invitational conference)

George Mason University Economics Institute for Law Professors, Hanover, New Hampshire, July 1994
(participant in two-week invitational conference)

Bar Admissions:

New York (1988) (98.0% rank on MBE in 1988 bar exam) (active)

Connecticut (1991) (98.2% rank on MBE in 1991 bar exam) (inactive)

United States Supreme Court (1992)

United States District Courts for the Southern District of New York and District of Connecticut (1991)

Clubs:

Cosmos Club, Washington, DC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PAL BEACH FINANCE II, L.P.,

Case No.: 09-36379-PGH
Case No.: 09-36396-PGH
(Jointly Administered)

Debtors.

AFFIDAVIT OF RICHARD PAINTER

STATE OF MINNESOTA)
) ss:
COUNTY OF HENNEPIN)

RICHARD W. PAINTER, being duly sworn, says:

1. I am over the age of eighteen and of sound mind.
2. My resume is attached as *Exhibit 1* to the Liquidating Trustee's Application to employ Richard Painter *nunc pro tunc* to October 17, 2011. I am a member of the bar of the State of New York.
3. In the past, I was retained by attorneys representing Thane Ritchie or affiliated entities to Thane Ritchie ("***Ritchie***"), related to the manner of administration of bankruptcy cases and receiverships in the context of the Petters receivership (the "***Previous Engagement***"). Although the work I performed in the Previous Engagement was related to the bankruptcy case of Petters Company, Inc., et al., the services were wholly unrelated to the services contemplated to be provided to the Liquidating Trustee in this case. The Previous Engagement also is now completely concluded. Furthermore, the services contemplated to be provided to the Liquidating Trustee will not be adverse to the interests of Ritchie in the Petters bankruptcy or

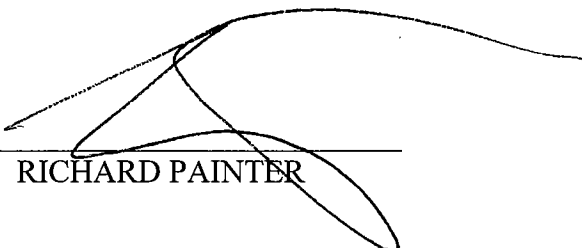
receivership, and I will not be advising the Liquidating Trustee or the attorneys for the Liquidating Trustee concerning claims against the Petters receivership or bankruptcy estate.

4. I do not represent any interest adverse to the Liquidating Trustee, the Debtor or the estate with respect to the matters for which I am to be employed. Further, I am "disinterested" as that term is used in 11 U.S.C. § 327(a).

5. Except for the performance of services for the Liquidating Trustee, I neither have nor will represent any other entity in connection with this case, and I will not accept any fee from any other party or parties in this case in connection with my work in the instant case.

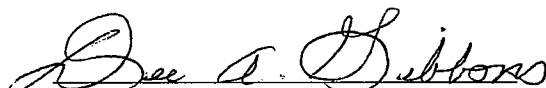
6. It is contemplated that I will provide consulting services and/or expert witnessing services to lawyers representing the Liquidating Trustee in this case and that the Liquidating Trustee will rely upon other lawyers retained by the Trustee for legal representation.

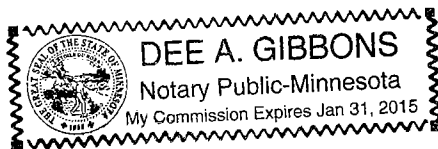
FURTHER AFFIANT SAYETH NAUGHT.



RICHARD PAINTER

Sworn to and Subscribed before me
October 14, 2011:


Notary Public, State of Minnesota
My Commission Expires:



Via E-Mail

Solomon B. Genet, Esq.
Meland, Russin & Budwick, P.A.
3000 Wachovia Financial Center
200 South Biscayne Blvd.
Miami, Florida 33131

E-mail: sgenet@melandrussin.com

**Re: *Engagement Letter*
 In re Palm Beach Finance Partners, L.P. and In re Palm Beach
 *Finance II, L.P. (the "Palm Beach Bankruptcy Case")***

Dear Mr. Genet:

This agreement is subject to bankruptcy court approval.

This will confirm that Barry E. Mukamal, in his capacity as liquidating trustee for Palm Beach Finance Partners, L.P. and Palm Beach Finance II, L.P., or their successors in interest ("***Client***") has engaged me, Richard Painter ("***Expert***"), to provide expert consulting and support service(s) in the Palm Beach Bankruptcy Case. The engagement may include matters in the Palm Beach Bankruptcy Case as well as adversary proceedings related to such case. The scope of such work shall be related to potential bankruptcy, federal and state law claims which could be asserted against third-parties. The scope of such work will not include potential claims against the receivership or bankruptcy estate of Tom Petters or the Petters companies.

The Expert will provide expert consulting services to counsel representing Client. It is understood that the Expert is a licensed attorney in New York, but not in Minnesota, and that Client will look to its own lawyers for legal representation in this matter. Client acknowledges that Expert's opinions are independent and objective, and will remain independent and objective. It is understood that prior to the submission of any statement describing the nature of any opinions of Expert in this matter to any third party, Expert will be provided with the opportunity to review such statement for accuracy.

Client shall compensate the Expert for professional services provided, which shall include Expert's fees and reasonable expenses incurred. Expert's hourly billing rate is \$475.00 for all services, whether it be consulting, or if the need arises, testifying.

Expert will send his invoices in this matter to MRB (defined below), who agrees to forward these invoices to Client as soon as possible, but in no more than 14 days. All invoices shall be filed as fee applications in the Palm Beach Bankruptcy Case and be subject to bankruptcy court approval. Client's legal counsel, Meland Russin & Budwick, P.A. ("***MRB***") shall assist Expert in the preparation or filing of any fee application.

Payments shall be remitted to Expert at his home address: 7128 Mark Terrace Drive, Edina, MN 55439.

The work undertaken by the Expert in connection with this matter is being done for and under the direction of the Client and his legal counsel and, accordingly, is part of MRB and Client's work-product and otherwise privilege. Expert shall not disclose any confidential or privileged information to any third party; provided, however, that Expert may disclose confidential or privileged information (a) with Client's written consent, or (b) when legally required to do so. Both parties agree that confidential and proprietary information will not be construed to include information that is available from public sources or sources not subject to obligations of confidentiality to MRB or Client.

Counsel acknowledges that to the extent testimony is required in this matter, it may be necessary for Expert to object to requests by third parties to obtain information concerning material personal to Expert, proprietary to Expert or that may be related to client matters unrelated to this engagement. These objections may be necessary due to, among other things, existing confidentiality agreements or protective orders. Expert will use his best efforts to protect MRB and Client's interests consistent with the need to protect Expert's personal and proprietary information, and to comply with Expert's confidentiality obligations.

This agreement may be executed in one or more counterparts, each of which may be signed and transmitted via facsimile or PDF electronic delivery with the same validity as if it were an ink-signed document.

MRB, on behalf of Client, or Expert, may terminate this engagement upon thirty (30) days written notice.

Sincerely,

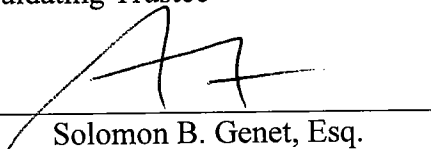
A handwritten signature in black ink, appearing to be 'Richard Painter', written over a horizontal line.

Richard Painter, Expert

AGREED AND ACCEPTED:

Meland, Russin, Budwick, on behalf of
Barry E. Mukamal, in his capacity as
Liquidating Trustee

By

A handwritten signature in black ink, appearing to be 'Solomon B. Genet', written over a horizontal line.

Solomon B. Genet, Esq.

Dated: October 18, 2011

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM DIVISION
www.flsb.uscourts.gov

IN RE:

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

CASE NO. 09-36379-PGH
CASE NO. 09-36396-PGH
(Jointly Administered)

Debtors.

**ORDER AUTHORIZING THE EMPLOYMENT OF
RICHARD PAINTER *NUNC PRO TUNC* TO OCTOBER 17, 2011**

THIS CAUSE came before the Court on _____, 2011 upon the Liquidating Trustee's Application to Employ Richard Painter *Nunc Pro Tunc* to October 17, 2011 [ECF No. ____] (the "*Motion*"). Upon the representations that Richard Painter is duly qualified, that Richard Painter holds no interest adverse to the estate in the matters upon which they are engaged, that Richard Painter is a disinterested person as required by 11 U.S.C. § 327(a), and has disclosed any

connections with parties set forth in Bankruptcy Rule 2014, and that his employment is necessary and would be in the best interest of the estate, it is

ORDERED as follows:

1. The Motion is **GRANTED**.
2. The Liquidating Trustee is authorized to retain Richard Painter *nunc pro tunc* to October 17, 2011, as more fully set forth in the Motion.

###

Submitted By:

Solomon B. Genet, Esquire
Florida Bar No. 617911
sgenet@melandrussin.com
MELAND RUSSIN & BUDWICK, P.A.
Counsel for Liquidating Trustee
3000 Wachovia Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131
Telephone: (305) 358-6363
Telefax: (305) 358-1221

Copies Furnished To:

Solomon B. Genet, Esquire, is directed to serve copies of this Order on all parties in interest and to file a Certificate of Service.

Mailing Information for Case 09-36379-PGH

Electronic Mail Notice List

The following is the list of **parties** who are currently on the list to receive email notice/service for this case.

- **Geoffrey S. Aaronson** gaaronson@aspalaw.com, tdmckeown@mckeownpa.com;sbeiley@aspalaw.com;dlinder@aspalaw.com
- **Paul A Avron** pavron@bergersingerman.com, efile@bergersingerman.com
- **Michael S Budwick** mbudwick@melandrussin.com, ltannenbaum@melandrussin.com;mrbnefs@yahoo.com
- **Heidi A Feinman** Heidi.A.Feinman@usdoj.gov
- **Jonathan S. Feldman** jfeldman@melandrussin.com, ltannenbaum@melandrussin.com;mrbnefs@yahoo.com
- **Robert C Furr** bnasralla@furrcohen.com
- **Solomon B Genet** sgenet@melandrussin.com, ltannenbaum@melandrussin.com;mrbnefs@yahoo.com
- **Barry E Mukamal** bankruptcy@marcumllp.com, FL64@ecfcbis.com
- **Office of the US Trustee** USTPRegion21.MM.ECF@usdoj.gov
- **Leslie S. Osborne** rappaport@kennethrappaportlawoffice.com
- **John E Page** jpage@sfl-pa.com, scusack@sfl-pa.com;lrosetto@sfl-pa.com
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- **Trustee Services Inc 2** court@trusteeservices.biz, sandirose.magder@gmail.com
- **Jessica L Wasserstrom** jwasserstrom@melandrussin.com, ltannenbaum@melandrussin.com;;mrbnefs@yahoo.com
- **Morris D. Weiss** morrisw@hts-law.com, sherris@hts-law.com;annmariej@hts-law.com
- **George L. Zinkler** gzinkler.ecf@rprslaw.com

EXHIBIT A

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Philadelphia, PA 19103

West Capital Management
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Philadelphia, PA 19103

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Ft. Myers, FL 33908

Alice Pugliese
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West Palm Beach, FL 33409

Alton Opitz
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Robert Davenport, Jr.
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ARIS Multi-Strategy Fund, LP
Aris Capital Management
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Midland, TX 79701

Keleen Beal
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Midland, TX 79701

Kelly Beal
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Midland, TX 79701

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New York, NY 10019

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c/o JamiScott
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Scott Schneider
c/o JamiScott
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c/o JamiScott, LLC
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McKinsey Master Retirement Trust
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Hogan Lovells US LLP
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New York, NY 10022

Special Situations Investment Fund, L.P. c/o
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4200 IDS Center
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Minneapolis, MN 55402

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Palm Beach Garden, FL 33418

Frank Carruth
5407 S Flagler Dr
West Palm Beach, FL 33405

Freestone Entities
c/o Mr. Justin Young
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Seattle, WA 98101

Fulbright & Jaworski
2100 IDS Center
80 South Eighth Street
Minneapolis, MN 55402-2112

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Joint Liquidators of Palm Beach Offshore/
c/o Mark W. Eckard, Esq.
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Wilmington, DE 19801

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Christopher A. Lynch, Esquire
Reed Smith LLP
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George & Nancy Slain
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Kamuela, HI 96743

H. Thomas Halen, III, President
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Stradley Ronon Stevens & Young, LLP
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Golden Sun Multi-Manager Fund, LP
c/o Jeffrey S. Posta, Esq.
Stark & Stark
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Princeton, NJ 08543-5315

Guy M. Hohmann, Esq. and
Messrs. Taube, Weiss and Taylor
Hohmann, Taube & Summers, L.L.P.
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Red Bird Farm
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Sherborn, MA 01770

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c/o Stephen Willia
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Reno, NV 89521

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Holland & Knight, LLP
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Alamo, CA 94507

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Lincolnwood, IL 60712

Janette Bancroft
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Janet Bonebrake
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Jeffrey Markel
US Bank (Custodian)
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John Daniel
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Judith Goldsmith
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Manhasset, NY 11030

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Wilmette, IL 60091

Kaufman Rossin & Co.
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Keith Rudman
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Kenneth A. Ralston
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Shraiberg Ferrara & Landau, PA
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San Mateo, CA 94402

Laulima Partners, LP
c/o Smithfield Trust Co.
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Martin Casdagli
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Santa Fe, NM 87505

Maxine Adler
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and Patrici
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Nancy Hollingsworth
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Raymond Feldman
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