

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

Case No. 09-36379-EPK
Case No. 09-36396-EPK
(Jointly Administered)

Debtors.

**TRUSTEE'S APPLICATION TO EMPLOY
NICHOLAS B. SCHEINER AND GREENE ESPEL PLLP
AS MINNESOTA LOCAL COUNSEL**

Barry E. Mukamal, in his capacity as liquidating trustee ("**Trustee**") for the Palm Beach Finance Partners Liquidating Trust and the Palm Beach Finance Partners II Liquidating Trust (together, the "**Trusts**"), files his Application for Employment of Nicholas B. Scheiner and Greene Espel PLLP ("**GE**") as Minnesota local counsel. In support, the Trustee states as follows.

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157. Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. On November 30, 2009, Palm Beach Finance Partners, L.P. ("**Debtor(s)**") filed its voluntary petition under Chapter 11 of the United States Bankruptcy Code [D.E. 1]. On December 1, 2009, this case was jointly administered with the estate of *In re Palm Beach Finance II, L.P.*, Case No. 09-36396-PGH [D.E. 19].

3. 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 [D.E. 100].

4. On January 29, 2010, the United States Trustee appointed the Trustee in both estates [D.E. 107].

5. Since on or about May 24, 2010, Dan Rosen, Esq. has served as Minnesota-based local counsel for the Trustee. [ECF Nos. e.g., 182, 3288, 3877, and 3952]. Earlier this year, Mr. Rosen was nominated by President Trump to serve as the U.S. Attorney for the District of Minnesota. Mr. Rosen's nomination appears to be proceeding through the confirmation process.

6. Thus, the Trustee seeks to retain GE as his (new) Minnesota-based local counsel. While there may be some overlap between Mr. Rosen's and GE's employment pending Mr. Rosen's confirmation, the Trustee will take all reasonable and appropriate steps to ensure that there is no unnecessary duplication or burden on the estate.

7. GE's hourly rates for attorneys and paralegals range from \$400 to \$930 per hour. The hourly court hearing rate for Mr. Scheiner is \$655 hour.

8. GE and its attorneys, including Mr. Scheiner, are qualified to practice in the Minnesota courts and the Trustee believes they are qualified to advise him and serve as his Minnesota counsel in connection with pending proceedings in Minnesota in various bankruptcy and other judicial proceedings, and connected matters, related to the Ponzi scheme perpetrated by Tom Petters. The Trustee has had an active role in some of those matters. For example, in the PCI Bankruptcy Case,¹ the Trustee: (1) was a pre-confirmation committee member; (2) was a co-plan proponent in the confirmed chapter 11 plan; and (3) is a post-confirmation committee member of the PCI liquidating trust.² The Trustee, on behalf of the Trusts, has an allowed claim

1 "**PCI Bankruptcy Case**" means *In re Petters Company, Inc.*, et al, Case No. 08-45257 (U.S. Bankruptcy Court for the D. Minn).

2 But not the post-confirmation BMO litigation trust.

of approximately \$651 million in the PCI Bankruptcy Case, which is roughly one-third of the creditor body.

9. The Trustee (on the one hand) and Mr. Scheiner and GE (on the other hand) have agreed that GE will render the following professional services: To act as Minnesota-based local counsel and perform other services requested by the Trustee on his behalf in connection with the PCI Bankruptcy Case. A copy of the proposed retention agreement is attached as Exhibit 1.

10. To the best of the Trustee's knowledge, GE does not have any connection with the Debtors or other parties in interest or their respective attorneys and has not represented any interest adverse to the Estate, except as set forth in the affidavit attached as Exhibit 2. That affidavit is Mr. Scheiner's affidavit demonstrating that he and GE are disinterested as required by 11 U.S.C. § 327(a) and as required under F.R.B.P. 2014.

11. The Trustee notes that GE has disclosed in its affidavit that it is counsel to the plaintiffs in *Ritchie Capital Management, L.L.C., et al. v. BMO Harris Bank, N.A., as successor to M&I Marshall & Ilsley Bank*, 15-cv-1876 ADM/DTS (U.S.D.C. D. Minn.) ("**Litigation**"). The plaintiffs in the Litigation (or their affiliates) hold allowed claims in the PCI Bankruptcy Case, as does the Trustee on behalf of the Trusts. Further, the Trustee sued BMO in an adversary proceeding in this Bankruptcy Case, which was resolved with this Court's approval many years ago. Finally, the subject matter of the Litigation addresses Petters-related matters. These are all "connections," but the Trustee submits that they are not conflicts, GE remains disinterested, and GE can properly serve as his Minnesota local counsel.

WHEREFORE, the Trustee respectfully requests that this Court grant the application and enter an Order authorizing retention of Mr. Scheiner and the law firm of GE pursuant to 11

U.S.C. § 327 and § 330 effective as of the date of filing this motion.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing was served on August 21, 2025, via the Court's Notice of Electronic Filing upon the Registered Users listed on the attached Exhibit 3, via U.S. Mail upon the parties listed on the Manual Notice List attached as Composite Exhibit 4, the Court's Matrices in Case No. 09-36379-BKC-PGH and Case No. 09-36396-BKC-PGH attached as Composite Exhibit 5³ and those additional addresses set forth on Composite Exhibit 6.

Dated: August 21, 2025.

s/ Solomon B. Genet
Solomon B. Genet, Esquire
Fla. Bar No. 617911
sgenet@melandbudwick.com
MELAND BUDWICK, P.A.
3200 Southeast Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131
Telephone: (305) 358-6363
Telecopy: (305) 358-1221

Counsel for the Liquidating Trustee

3 "ADDL" means these additional parties served as a courtesy. See Composite Exhibit 6.

"BAD" means that it is a known bad address; hence, no service by mail.

"DUP" means that the address appears more than once on this exhibit and is only being served one time by mail.

"NEF" means that service was made by Notice of Electronic Filing as set forth on Exhibit 3 and is not being additionally served by mail.

"NNR" means no notice is required.

"PBFP" means that entity appears on both matrices and only being served once.

"N-WD" means no notice required as such party has filed a Notice of Withdrawal with this Court.



Nicholas B. Scheiner
(612) 373-8359 Direct
nscheiner@greeneespel.com

August 8, 2025

VIA EMAIL

Barry Mukamal, Trustee for
Palm Beach Finance Partners Liquidating Trust
and Palm Beach Finance II Liquidating Trust
c/o Solomon Genet
Meland Budwick
3200 Southeast Financial Center
200 South Biscayne Blvd.
Miami, Florida 33131

Re: *Engagement Letter*

Dear Mr. Genet:

We appreciate the opportunity to represent Barry Mukamal ("Barry" or "Client(s)" or "you" or "your") in his role as the post-confirmation liquidating trustee for the Palm Beach Finance Partners Liquidating Trust and Palm Beach Finance II Liquidating Trust ("the Matter"). This letter confirms our agreement for legal services, and we encourage you to bring questions and concerns to our attention at this time.

This agreement, including the payment of any costs or fees, is subject to approval of the United States Bankruptcy Court for the Southern District of Florida ("Bankruptcy Court"), including under 11 U.S.C. §§ 327-330.

1. **SCOPE:** Greene Espel's representation of you will be confined to the Matter. Greene Espel is not undertaking to represent you in connection with any issue other than the Matter. Greene Espel is not undertaking to provide tax advice of any kind. If you would like Greene Espel to do work beyond the scope of the Matter, we would need to memorialize such an arrangement by separate letter. I understand that the Meland Budwick, P.A. firm will serve as lead counsel in this matter and that Greene Espel will serve as Minnesota co-counsel in the U.S. Bankruptcy Court for the District of Minnesota and otherwise. I understand that Meland Budwick, P.A. will be primarily responsible for generating correspondence, pleadings, briefs, discovery responses, etc., unless you or that firm specifically direct otherwise. District of Minnesota Local Rule 83.5(d) requires that an attorney from Greene Espel participate in the preparation and presentation of the case and accept service of all papers. The Court typically requires that local counsel be present

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in person or by remote means at all court proceedings unless the Court permits otherwise. We require that you and the Meland Budwick, P.A. firm agree that no substantive pleading or discovery request or response will be served or filed in the Matter without Greene Espel having reasonable opportunity to review drafts sufficiently in advance of submission so that our suggestions can be discussed and considered.

2. **INFORMATION & ACCESS:** You agree to provide Greene Espel with complete information and all documents needed for the Matter, and access to all persons within its control who may have information concerning matters within the scope of Greene Espel's representation.

3. **DOCUMENT PRESERVATION:** You must preserve all documents, files, and information that may be in any way relevant to the Matter. This includes both paper and electronically stored information. If you have hard-copy files, computers, email systems, mobile devices, or other systems that contain files, documents, or information relevant to the Matter, you must ensure that none of it is altered or deleted. Once we are engaged, we will provide you with additional advice and instructions on the preservation of documents relevant to the Matter.

4. **PERSONNEL & RATES:** Subject to Bankruptcy Court approval, you will pay Greene Espel's legal fees on the basis of time actually expended on the Matter in increments of one-tenth of an hour. The attorneys, paralegals, and other personnel who we anticipate will perform work on the Matter include the following:

Name	Hourly Rate
Nicholas B. Scheiner	\$ 655
Mark L. Johnson	\$ 930
Paralegal/Litigation Specialist	\$ 400

Additional attorneys, paralegals, or other timekeepers, beyond those listed above, may also perform work on the Matter. These rates are subject to periodic increase, with your approval, usually at the change of a calendar year. You also agree that, if our representation of you is terminated or otherwise concluded and Greene Espel is then required to return documents or copies of documents to you, you will pay the fees reasonably incurred to carry out that duty.

5. **COSTS:** Subject to Bankruptcy Court approval, you will reimburse Greene Espel for out-of-pocket expenses incurred in connection with the Matter, including but not limited to fees and costs for experts, consultants, local counsel, contract attorneys and

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related expenses, special masters, court filing fees, travel (including business class airfare for international travel), messengers, photocopying/scanning, research, transcripts, court reporters, graphics, document management, data storage, and the like. This agreement authorizes us to incur such costs and to receive reimbursement from you. We may require that you pay certain out-of-pocket costs directly. You also agree that, if our representation of you is terminated or otherwise concluded and Greene Espel is then required to return documents or copies of documents to you, you will pay the expenses reasonably incurred to carry out that duty. We also require that you reimburse Greene Espel at a rate of \$75 per hour per person for after-hours support work necessitated by a client request. Such charges would accrue, for example, when support personnel are required to complete filings received late in the day or when Greene Espel's facilities are used for after-hours depositions or meetings.

6. **PAYMENT OF STATEMENTS:** Your payments on our invoices will be due following and in accordance with Bankruptcy Court approval, which the Trustee will take reasonable steps to obtain after receiving the invoice and in accord with the ongoing progress of the Bankruptcy Case.

7. **TERMINATION:** While neither you nor Greene Espel anticipates that termination of the representation will be necessary until the matter is finally resolved, it is prudent to memorialize the terms under which termination may occur and the obligations after termination. You may end this relationship at any time by notifying Greene Espel in writing. Upon such notice, we will withdraw from representation as soon as practical, consistent with our ethical obligations and the requirements of any tribunal in which the Matter is pending. In certain circumstances court approval may be required before we can withdraw. If you elect to terminate this relationship when fees or costs have been incurred but not paid, your termination will not affect your obligation to pay us for those fees or costs. Greene Espel may suspend further work and withdraw from all matters on which it has been engaged by you if you fail to honor this agreement (including the provision for payment of fees for services rendered and expenses incurred), if you fail after repeated requests to cooperate in our representation, if you materially change the scope of our engagement, or if we determine that we cannot legally or ethically continue the representation. In any of these events, you will be required to sign any documents necessary to permit our withdrawal as counsel of record. Such a suspension of work or withdrawal will likewise not affect your obligation to pay for fees or costs that have been incurred.

8. **APPLICABLE LAW & EFFECTIVE DATE:** This agreement is to be interpreted in accordance with Florida law. This agreement is effective as of the date Greene Espel first renders legal services in this matter, following Bankruptcy Court approval.

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9. **DISPUTE RESOLUTION:** Any controversy or claim arising out of or relating to this agreement, or otherwise arising out of or relating to the Matter or to Greene Espel's services or billings, shall be resolved by the Bankruptcy Court. This provision binds the parties and their respective owners, partners, shareholders, officers, agents, successors, assigns, heirs, and affiliates.

10. **TECHNOLOGY AND COMPLIANCE:** Please see the attached Technology and Compliance Addendum, which is a part of this engagement letter. By signing this letter, you are agreeing to addendum's terms and policies.

If you agree to these terms, please sign and return the confirmation below for our records. If you have concerns about the terms of our engagement, please bring them to our attention or discuss them with independent legal counsel. If we do not receive the signed confirmation, but nevertheless perform work on the Matter at your request, then these terms will govern our work. We look forward to working with you.

Regards,

/s/ Nicholas B. Scheiner

Nicholas B. Scheiner

NBS/daa

AGREED:

Barry Mukamal, solely as
Trustee and not individually

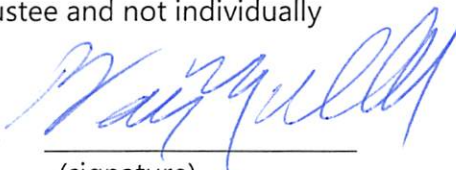
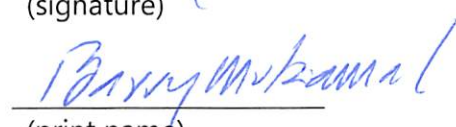
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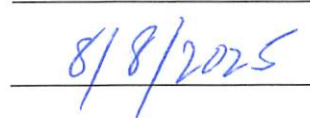
(signature)

(print name)

Title:

Date:



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Technology and Compliance Addendum

Data Security and Confidentiality

Confidentiality, security, and the attorney-client privilege are a shared responsibility between you and our firm. They involve people, processes, and technology. The purpose of this addendum is to establish a clear understanding about what to expect and how to communicate and transfer data in ways that maintain confidentiality and privilege and protect your data.

The firm, by default, will not communicate or transfer data with you through platforms other than those described below. If you require use of a platform other than the default firm systems and processes described below, by signing this engagement letter you acknowledge the associated risk and any additional time required for necessary record-keeping and agree that you will hold Greene Espel harmless from any data breaches and potential privilege-waiver issues due to use of the platform.

Similarly, applicable regulations provide that documents containing personal identifiable information, private health information, and certain other sensitive information should only be transferred through the secure means specified below. If there are specific regulatory or other requirements relevant to data transfer or communication for the Matter, you must inform us of those requirements in advance.

Communication

It is the firm's standard practice that written communication with clients will be done through email, U.S. Mail, or other delivery service. Our email system provides TLS-encrypted transmission as long as your email system also supports it. If you use an email system that does not support TLS-encrypted transmission, you acknowledge and accept the risk to confidentiality and the attorney-client privilege by using that system. In addition, due to security concerns and record-retention considerations, it is our strong preference and default position that we will not communicate with you via text messaging, instant messaging (IM), or other chat or messaging platforms.

Data Collection and Exchange

The firm provides a secure file transfer system for data transfers. For portable media, industry-standard encryption is required, and the password must be sent separately. Our litigation support professionals will assist you, if desired, with encryption software and formatting. If you require us to use a different system, please notify us of those requirements in advance. By using your specified data transfer protocols or systems,

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you agree to accept all associated risks to data security, confidentiality, and the attorney-client privilege.

Litigation Support and E-discovery Pricing

Greene Espel has made significant technology and personnel investments to handle our clients' litigation support requirements in a cost-effective manner. Our team will work with you at the beginning of data collection to ensure best practices, and we will provide transparent cost estimates. For e-discovery or other client data stored with the firm, we bill you for data storage costs at the current rate of \$10 per GB per month. Storage rates are subject to periodic adjustment. If you have a preferred outside e-discovery vendor, or if there is another reason to use an outside vendor, we will work with the vendor on cost negotiation. We will submit the vendor's invoices directly to you, or we will pass through the cost (without mark-up) on your monthly invoice from the firm. Project management work done by our litigation support professionals, whether the project is in-house or with an outside vendor, will be billed on an hourly basis or included in a negotiated custom-fee arrangement.

If you contract with a third-party for e-discovery services or host your own systems, it is your responsibility to ensure necessary security, privacy, confidentiality, regulatory, and any other requirements are met. You also assume responsibility to ensure secure administration of the system, including timely coordination of access and removal of access to us as needed.

Matter Access and Ethical Walls

The firm allows all attorneys, employees, and certain consultants and contractors the ability to access and work in the firm's file for the Matter and any data that you provide to us. We can restrict access to our Matter file and the data you provide to us if you direct us to do so, or if we have an ethical obligation. Our Operations personnel will have access as necessary to administer our systems.

Records Retention Practices

During our representation, we will regularly update you about the Matter, and we will send you copies of all pertinent communications, documents, and pleadings. Once the Matter is concluded, we will send you notice that we will be closing the Matter. Upon your request, we will return any original documents or evidence that belongs to you. We will retain material portions of our file for the Matter for a minimum of seven years, pursuant to the firm's records retention policy, unless a different retention period is required by law for certain data. We may delete the file at the end of that period, without additional notice to you. If your litigation guidelines call for a shorter or longer retention period and you timely notify us of them, we will make every reasonable effort to comply with those

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guidelines. If any applicable court order requires us to shorten or lengthen these retention periods, we will comply as required. We reserve the right to charge an annual storage fee for any client-directed retention over seven years.

E-discovery documents and information collected by or provided to us in discovery for the Matter are not considered part of the Matter file. At the time the matter is closed, and upon your lawful request or as directed by any applicable court order, these documents and information will be returned to you. Otherwise, they will be destroyed. Any portable hard drive or other equipment that you provided to us containing discovery documents or information will be returned to you upon request in the normal course of closing the Matter. If you request that we store electronic discovery data from the Matter for a period after the Matter closes, and if we are permitted to do so under any applicable court orders, we will bill you annually at the current rate of \$3.00 per GB per month. Storage rates are subject to periodic adjustment.

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

Case No. 09-36379-EPK
Case No. 09-36396-EPK
(Jointly Administered)

Debtors.

AFFIDAVIT OF PROPOSED ATTORNEY FOR TRUSTEE

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

Nicholas B. Scheiner, being duly sworn, says:

1. I am an attorney admitted to practice in the State of Minnesota, in the United States District Court for the District of Minnesota, and the United States Bankruptcy Court for the District of Minnesota.

2. I am an attorney with the law firm of Greene Espel PLLP with offices located at 222 South 9th Street, Suite 2200, Minneapolis, MN 55402.

3. No attorney in our firm holds a direct or indirect equity interest in the above-captioned debtors (the “**Debtors**”), including stock or stock warrants, or has a right to acquire such an interest.

4. No attorney in our firm is or has served as an officer, director, or employee of the Debtors.

5. No attorney in our firm is in control of the Debtors or is a relative of a general partner, director, officer or person in control of the Debtors.

6. No attorney in our firm is a general or limited partner of a partnership in which

the Debtors is also a general or limited partner.

7. No attorney in our firm is or has served as an officer, director, or employee of a financial advisor that has been engaged by the Debtors in connection with the offer, sale, or issuance of a security of the Debtors.

8. No attorney in our firm has represented a financial advisor of the Debtors in connection with the offer, sale, or issuance of a security of the Debtors.

9. Our firm is counsel to the plaintiffs in *Ritchie Capital Management, L.L.C., et al. v. BMO Harris Bank, N.A., as successor to M&I Marshall & Ilsley Bank*, 15-cv-1876 ADM/DTS (U.S.D.C. for the D. Minn.) (“**Litigation**”). These plaintiffs or their affiliates hold allowed claims in the *In re Petters Company, Inc. et. al.* bankruptcy case (although our firm is not representing them in that matter) and the subject matter of the Litigation includes Petters-related matters.

10. Except as forth herein, no attorney in our firm has had or presently has any connection with the captioned Debtors or the estates on any matters in which the firm is to be engaged.

11. Neither I nor the firm represent any interest adverse to the Debtors, the estates, or the Trustee, and we are disinterested persons as required by 11 U.S.C. § 327(a).

12. Neither I nor the firm have any connection with the Debtors, creditors, any other party in interest, their respective attorneys and accountants, the U.S. Trustee, or any person employed in the office of the U.S. Trustee, other than as set forth in this affidavit, as required by F.R.B.P. 2014.

13. Except for the continuing representation as Minnesota-based counsel for the Trustee, neither I nor the firm has or will represent any other entity in connection with this case and neither I nor the firm will accept any fee from any other party or parties in this case except

the Debtor's Estates in accordance with the applicable provisions of the Bankruptcy Code.

FURTHER AFFIANT SAYETH NOT.



NICHOLAS B. SCHEINER

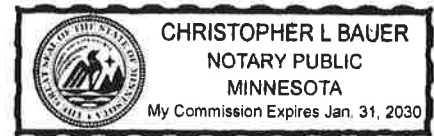
Sworn to and Subscribed before me this

20th

day of August, 2025.



Notary Public, State of Minnesota



My Commission Expires: 1/31/2030

Mailing Information for Case 09-36379-EPK**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.

- **Melissa Alagna** mma@gordichalagna.com, lag@gordichalagna.com
- **Vincent F Alexander** valexander@shutts.com, JGoodwin@shutts.com
- **Keith T Appleby** kappleby@bankerlopez.com, service-kappleby@bankerlopez.com
- **Paul A Avron** pavron@bergersingerman.com, efile@bergersingerman.com;efile@ecf.infortruptcy.com
- **Scott L. Baena** sbaena@bilzin.com, eservice@bilzin.com;lflores@bilzin.com
- **Marc P Barmat** mbarmat@furrcohen.com, yfernandez@furrcohen.com;staff1@furrcohen.com;barmatmr84158@notify.bestcase.com
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- **Steven M Berman** sberman@shumaker.com, choffman@shumaker.com;jmasters@shumaker.com;belliott@shumaker.com
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- **Michael S Budwick** mbudwick@melandbudwick.com, ltannenbaum@melandbudwick.com;mrbnefs@yahoo.com;mbudwick@ecf.courtdrive.com;ltannenbaum@ecf.courtdrive.com;phornia@ecf.courtdrive.com
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- **Francis L. Carter, Esq.** flc@flcarterpa.com, Leslie_feliciano1@yahoo.com
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- **Daniel L. Gold** daniel.gold@bipc.com
- **Michael I Goldberg** michael.goldberg@akerman.com, charlene.cerda@akerman.com
- **Lawrence Gordich** LAG@gordichalagna.com, mma@gordichalagna.com
- **Gregory S Grossman** ggrossman@sequorlaw.com, ngonzalez@sequorlaw.com,imontes@sequorlaw.com,712227420@filings.docketbird.com
- **Matthew W Hamilton** e-notice@fulcruminv.com
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- **Zachary N James** zjames@melandrussin.com, ltannenbaum@melandrussin.com;mrbnefs@yahoo.com;zjames@ecf.courtdrive.com;ltannenbaum@ecf.courtdrive.com;phornia@ecf.courtdrive.com
- **Karl J. Johnson** , pmay@hjlawfirm.com
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