

**EXHIBIT "A"**

**UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF LOUISIANA  
LAFAYETTE DIVISION**

**In re:** )  
 ) **Chapter 11**  
**PICCADILLY RESTAURANTS, LLC;** )  
**PICCADILLY FOOD SERVICE, LLC; and** ) **Case No. 12-51127**  
**PICCADILLY INVESTMENTS, LLC** )  
 ) **Jointly Administered**  
**Debtors.** )

**AFFIDAVIT OF DAVID B. KURZWEIL IN SUPPORT OF APPLICATION FOR  
APPROVAL OF EMPLOYMENT OF GREENBERG TRAURIG, LLP AS COUNSEL  
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

STATE OF GEORGIA )  
 )  
COUNTY OF FULTON )

DAVID B. KURZWEIL, being duly sworn says:

1. I am an attorney admitted to practice in the State of Georgia, and I am admitted to practice in the United States Bankruptcy Court for the Northern District of Georgia and, with respect to the United States District Court for the Western District of Louisiana, my *pro hac vice* application is pending.

2. I am a shareholder in the law firm of Greenberg Traurig, LLP ("Greenberg Traurig") with offices located at 3333 Piedmont Road, Suite 2500, Atlanta, Georgia 30305, and 1000 Louisiana Street, Suite 1700, Houston, Texas 77002.

3. I submit this affidavit (the "Affidavit") in connection with the Application (the "Application") of the Unsecured Creditors' Committee (the "Committee") of Piccadilly Restaurants, LLC, *et al.* (the "Debtors") to Employ Greenberg Traurig, LLP as its Counsel *Nunc Pro Tunc* to November 1, 2012, and to provide the disclosures required under Title 11 of the

United States Code (the “Bankruptcy Code”), the Rules of this Court and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

4. Subject to the disclosures contained in this Affidavit, to the best of my knowledge, neither I nor Greenberg Traurig represents any interest adverse to the Debtors, their creditors or their estates, and both myself and Greenberg Traurig are disinterested persons as required by 11 U.S.C. § 328(a).

5. To the best of my knowledge and information, Greenberg Traurig has no connection with the Debtors, their significant creditors, other parties in interest herein, their current respective attorneys or professionals, and neither the Judges nor the United States Trustee for the Western District of Louisiana or any person employed in said office, and does not hold or represent any entity having an adverse interest in connection with the Debtors’ bankruptcy cases, except as disclosed herein.

6. In preparing this Affidavit, I submitted to Greenberg Traurig’s computer conflict database the names of the following parties: (i) the Debtors; and (ii) the Debtors’ 30 largest unsecured creditors; (iii) the Debtors’ secured lenders known to Greenberg Traurig; (iv) the Debtors’ equity holders and certain of their affiliates; and (v) other persons and entities known by Greenberg Traurig to have claims against and interests in the Debtors. This database compared these names against a list of Greenberg Traurig’s current and former clients. In addition, Greenberg Traurig sent an email to all shareholders, counsel and associates advising of our representation of the Committee in these proceedings and identifying the Debtors, the Court and the U.S. Trustee. No conflict has been identified; nevertheless, Greenberg Traurig remains in the process of gathering and analyzing such information and will supplement the Affidavit to the extent necessary.

7. Greenberg Traurig maintains and systematically updates this system in the regular course of business of the firm, and it is the regular practice of the firm to make and maintain these records. The conflict check system and adverse party index maintained by Greenberg Traurig is designed to include every matter on which the firm is now or has been engaged, by which entity the firm is now or has been engaged, and, in each instance, the identity of related parties and adverse parties and the attorney in the firm that is knowledgeable about the matter. It is the policy of Greenberg Traurig that no new matter may be accepted or opened within the firm without completing and submitting to those charged with maintaining the conflict check system and adverse party index the information necessary to check each such matter for conflicts, including the identity of the prospective client, the matter and related and adverse parties. Accordingly, the database is regularly updated for every new matter undertaken by Greenberg Traurig.

8. Periodically, Greenberg Traurig and certain of its shareholders, counsel, and associates may have in the past represented or may currently represent certain creditors of and/or parties in interest of the Debtors in matters unrelated to the Debtors' bankruptcy cases. A list of such parties with descriptions of Greenberg Traurig's representation of them in matters unrelated to this engagement is as follows: provision of general legal advice to Rock-Tenn Company; representation of W. W. Grainger in regards to intellectual property, employment law and business matters; provision of general legal advice to Rocktenn CP, LLC; representation of Ronald O'Dell, an individual who may be affiliated with Trade Masters, Inc., in the area of corporate law; and representation of Ecolab, Inc. relating to general legal matters.

9. None of Greenberg Traurig's representations of these entities comprises a material component of Greenberg Traurig's overall practice. To the best of my knowledge, the

standard articulated by courts of the Eleventh Circuit regarding the appointment of counsel by a creditors' committee has been met in these cases and, to the best of my knowledge, Greenberg Traurig represents no other entity having an adverse interest in connection with these cases.

10. Greenberg Traurig is not an equity security holder or an insider of any of the Debtors.

11. Greenberg Traurig intends to apply for compensation for professional services rendered in connection with these chapter 11 cases, subject to the approval of this Court and in compliance with applicable provisions of the Bankruptcy Code, Bankruptcy Rules, and Orders of this Court, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by Greenberg Traurig.

12. Greenberg Traurig has advised the Committee that the current hourly rates applicable to the principal attorneys and paralegals proposed to represent the Committee are:

<b>Professional</b>	<b>Rate Per Hour</b>
David B. Kurzweil	\$750
Shari L. Heyen	\$675
David R. Eastlake	\$350
Lee Hart	\$345
Gail Jamrok	\$250
Fran Russell	\$250

Notwithstanding these hourly rates, Greenberg Traurig has agreed that its blended hourly rate for these Cases shall not exceed \$395 per hour for all services provided in these Cases. The blended rate is a significant discount and will be for the attorneys, including shareholders and associates, and staff members, including paralegals, that will principally provide legal services to the Committee, and is set at a level designed to fairly compensate Greenberg Traurig for the work provided and to cover fixed and routine overhead expenses. It is Greenberg Traurig's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the

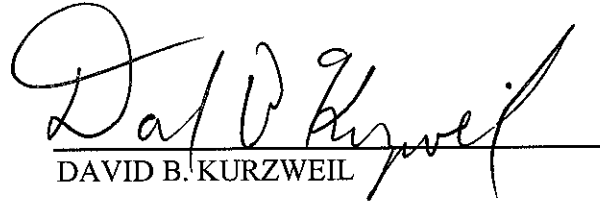
client's case. The expenses charged to clients include, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, travel expenses, expenses for "working meals," computerized research, and transcription costs, as well as non-ordinary overhead expenses such as overtime for secretarial personnel and other staff. Greenberg Traurig will charge the Debtors' estates for these expenses in a manner and at rates consistent with charges made generally to Greenberg Traurig's clients.

13. Other than as set forth above and is in the Application, there is no proposed arrangement to compensate Greenberg Traurig in connection with its representation of the Committee.


14. Except for the continued representation of the Committee, neither I nor the Firm has or will represent any other entity in connection with these cases. Neither I nor the Firm have or will accept any compensation from any creditor or other party in interest in this case, except compensation for services rendered to the Committee and reimbursement of necessary expenses from the Debtors' estates as set forth in the Application and upon appropriate application to the Court or pursuant to payment procedures approved by the Court.

15. By reason of the foregoing, I believe Greenberg Traurig is eligible for employment and retention by the Committee pursuant to Sections 328 and 1103 of the Bankruptcy Code and the applicable Bankruptcy Rules.

FURTHER AFFIANT SAYETH NAUGHT.

  
DAVID B. KURZWEIL

Sworn to and subscribed before  
me November 6, 2012.

  
Notary Public

