

EXHIBIT A

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

In re:)	
)	Chapter 11
ALSET OWNERS LLC, <i>et al.</i> ,)	
)	Case No. 09-11960 (BLS)
)	
Debtors.)	Jointly Administered
)	
)	

DECLARATION OF JOANNE B. WILLS

Joanne B. Wills, declares as follows:

1. I am an attorney at law admitted to practice in the State of Delaware, among other jurisdictions and courts. I am a member of the firm of Klehr, Harrison, Harvey, Branzburg & Ellers LLP (“Klehr Harrison”), which firm maintains offices at 919 Market Street, Suite 1000, Wilmington, Delaware 19801, as well as in Philadelphia, Pennsylvania and Cherry Hill, New Jersey. I am familiar with the matters set forth herein and make this declaration in support of the application of the Official Committee of Unsecured Creditors (the “Committee”), appointed pursuant to section 1102(a)(1) of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the above-captioned cases of *Alset Owners, LLC, Altes, LLC, Setla, LLC and Checkers Michigan, LLC* (collectively, the “Debtors”), seeking approval to retain Klehr Harrison *nunc pro tunc*, effective as of June 24, 2009, as counsel to the Committee pursuant to 11 U.S.C. §§ 1103(a), 327(a) and 328(a).

2. To the best of my knowledge and information, Klehr Harrison does not have any connection with the Debtors or any other significant party-in-interest and does not hold or represent any interest adverse to the estates.

3. Klehr Harrison, is however, often involved in bankruptcy cases in multiple jurisdictions. Klehr Harrison may have been and may currently be involved in bankruptcy matters representing various constituents in which other parties identified as having interests in this case may also be involved. These engagements include, but are not limited to, the representation of creditors committees in matters where interested parties in this case may hold an unsecured claim in the case.

4. After reviewing the list of interested parties obtained from the Debtors' filings in this case, Klehr Harrison discloses the following matters that Klehr Harrison has been involved with in which interested parties in this case have also been involved:

(a) Klehr Harrison is local Delaware counsel to Muzak, LLC, an unsecured creditor in these cases, in its chapter 11 case pending in this Court, case number 09-10425 (KJC) and jointly administered under case number 09-10422 (KJC). Klehr Harrison's engagement by Muzak, LLC, is unrelated to the Debtors.

(b) Klehr Harrison previously represented an entity called Allied Waste Industries, Inc., that may or may not be related to an interested party identified as "Allied Waste". Klehr Harrison's engagement by Allied Waste Industries, Inc., is unrelated to the Debtors.

(c) Klehr Harrison has been adverse to Textron Financial Corporation and its affiliates in several matters and has also been engaged by Textron Financial Corporation, a creditor to the Debtors, in connection with several collection matters. None of the foregoing matters are related to the Debtors or these cases.

(d) Klehr Harrison has represented various parties in matters in which Executive Sounding Board Associates, Inc. ("ESBA"), the proposed financial advisor to the

Committee in these cases, also represented Klehr Harrison's clients or parties adverse to Klehr Harrison's clients. ESBA has also retained Klehr Harrison as its counsel in its capacity as Liquidating Agent or Liquidating Trustee in the matters of *In re: US Wireless Corp.*, case number 01-10262 (CSS) pending in this Court and *In re The LoveSac Corporation*, case number 06-10080 (CSS) pending in this Court.

(e) Klehr Harrison has represented various parties in matters in which CRG Partners and its predecessor entities, the proposed financial advisor to the Debtors in these cases, also represented Klehr Harrison's clients or parties adverse to Klehr Harrison's clients. CRG Partners is not a client of Klehr Harrison.

5. Klehr Harrison does not believe that any of the foregoing matters would not render Klehr Harrison disinterested in this case.

6. Klehr Harrison will promptly file with the Court a supplemental declaration if and when any further connections between it and such parties-in-interest are discovered.

7. To the best of my knowledge, neither Klehr Harrison nor any attorney at the firm holds or represents an interest adverse to the Debtors' estate.

8. To the best of my knowledge, neither Klehr Harrison nor any attorney at the firm is a creditor, an equity security holder or an insider of the Debtors.

9. In addition, due to the size and diversity of its practice, Klehr Harrison may have represented or otherwise dealt with, and may now be representing or otherwise dealing with various persons (and their attorneys and accountants) who are or may consider themselves creditors, equity security holders or parties-in-interest in these cases but who are not presently identified as creditors or equity security holders. However, such representation or involvement, if any, does not relate to the Debtors or their estates.

