

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

In re:

COACH AM GROUP HOLDINGS CORP.,
*et al.*¹

Debtors.

Chapter 11

Case No. 12-10010 (KG)

(Jointly Administered)

RE: Docket No. 140

**SUPPLEMENTAL DECLARATION OF SHARON L. LEVINE, ESQ. IN SUPPORT OF
THE APPLICATION OF THE DEBTORS FOR ENTRY OF AN ORDER PURSUANT
TO 11 U.S.C. §§ 327, 328 AND 1107 AND FED. R. BANKR. P. 2014 AUTHORIZING
THE EMPLOYMENT AND RETENTION OF LOWENSTEIN SANDLER PC AS
COUNSEL TO THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

Sharon Levine, pursuant to 28 U.S.C. §1746, declares:

1. I am a member of the law firm of Lowenstein Sandler PC (“**Lowenstein Sandler**”), which maintains offices at 65 Livingston Avenue, Roseland, New Jersey 07068. I am an attorney duly admitted to practice in the State of New Jersey.

¹ Coach Am Group Holdings Corp. (4830); Coach Am Holdings Corp. (1816); Coach America Holdings, Inc. (2841); American Coach Lines, Inc. (2470); America Charters, Ltd. (8246); American Coach Lines of Atlanta, Inc. (4003); American Coach Lines of Jacksonville, Inc. (0136); American Coach Lines of Miami, Inc. (7867); American Coach Lines of Orlando, Inc. (0985); Coach America Group, Inc. (2816); B & A Charter Tours, Inc. (9392); Dillon’s Bus Service, Inc. (5559); Florida Cruise Connection, Inc. (9409); Hopkins Airport Limousine Services, Inc. (1333); Lakefront Lines, Inc. (5309); The McMahon Transportation Company (0030); Midnight Sun Tours, Inc. (2791); Royal Tours of America, Inc. (2313); Southern Coach Company (6927); Tippet Travel, Inc. (8787); Trykap Airport Services, Inc. (0732); Trykap Transportation Management, Inc. (2727); KBUS Holdings, LLC (6419); ACL Leasing, LLC (2058); CAPD, LLC (4454); Coach America Transportation Solutions, LLC (6909); CUSA, LLC (3523); CUSA ASL, LLC (2030); CUSA AT, LLC (2071); CUSA AWC, LLC (2084); CUSA BCCAЕ, LLC (2017); CUSA BESS, LLC (3610); CUSA CC, LLC (1999); CUSA CSS, LLC (9896); CUSA EE, LLC (1982); CUSA ELKO, LLC (4648); CUSA ES, LLC (1941); CUSA FL, LLC (1920); CUSA GCBS, LLC (1891); CUSA GCT, LLC (1833); CUSA KBC, LLC (1808); CUSA K-TCS, LLC (1741); CUSA Leasing, LLC (1321); CUSA PCSTC, LLC (1701); CUSA PRTS, LLC (1591); CUSA RAZ, LLC (0640); CUSA Transit Services, LLC (8847); Get A Bus, LLC (1907); Coach BCCAЕ, L.P. (3488); Coach Leasing BCCAЕ, L.P. (6784). The Debtors’ corporate offices are located at 8150 North Central Expressway, Suite M1000, Dallas, Texas 75206.

2. On January 26, 2012, this Court entered an Order authorizing the employment and retention of Lowenstein Sandler, as counsel to the Debtors effective as of the Petition Date. *See* Docket No. 140.

3. Lowenstein Sandler submits this Supplemental Declaration as part of its ongoing disclosure obligations in connection with these chapter 11 cases.

4. As previously disclosed, Lowenstein Sandler represented Staples, Inc., a creditor of the Debtors, in matters wholly unrelated to the Debtors from October 2002 through March 2009. On or about May 27, 2012, Lowenstein Sandler was engaged to once again represent Staples, Inc., in matters wholly unrelated to the Debtors or these chapter 11 cases. Lowenstein Sandler's representation of Staples, Inc. is expected to comprise less than 1% of its total revenue.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

/s/ Sharon L. Levine

Sharon L. Levine

Dated: March 29, 2012