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Reorganization Counsel  
for Debtors and Debtors in Possession

Debtors' Mailing Address:  
Colorep, Inc. and Transprint USA, Inc.  
100 Pleasant Valley Road  
Harrisonburg, VA 22801-9790  
Attn: Robert Katz, CRO

**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA  
LOS ANGELES DIVISION**

In re

COLOREP, INC.,  
a California corporation, *et al.*,

Debtors.

Tax I.D. Nos. 94-3055026 (Colorep, Inc.) and  
54-1200596 (Transprint USA, Inc.)

) Case No. 13-bk-27689-WB

)  
) Chapter 11  
) (Jointly Administered)

) **DECLARATION OF LARRY LEVY IN**  
) **SUPPORT OF FIRST INTERIM**  
) **APPLICATION OF EXECUTIVE**  
) **SOUNDING BOARD ASSOCIATES, LLC**  
) **AS CHIEF RESTRUCTURING OFFICER**  
) **TO THE DEBTORS FOR**  
) **COMPENSATION AND ALLOWANCE**  
) **OF PROFESSIONAL FEES AND**  
) **EXPENSES DURING THE PERIOD**  
) **FROM JULY 10, 2013 THROUGH**  
) **OCTOBER 31, 2013**

**Hearing Date**

)  
)  
) Date: January 30, 2014  
) Time: 10:00 a.m.  
) Location: Courtroom 1375  
) 255 East Temple Street  
) Los Angeles, CA 90012

I, Larry Levy, declare as follows:

1. I am over 18 years of age and if called upon I would and could competently testify as to the matters set forth herein from my own personal knowledge. I am a member of the Board of Directors for Colorep, Inc. and Transprint USA, Inc. (together, the "Debtors"). As a director for the Debtors, I am personally familiar with the Debtors' business operations, assets, liabilities, and books and records. In addition, I have been active in conferring with the Debtors' Chief Restructuring Officer ("CRO"), Executive Sounding Board Associates, LLC ("ESBA"), and the Debtors' reorganization counsel, Stutman, Treister & Glatt Professional Corporation ("ST&G"), as to all actions and events in connection with the Debtors' bankruptcy proceedings. This includes all tasks and services performed by ESBA as CRO for the Debtors.

2. Based upon my personal knowledge of the Debtors, their business operations and their books and records, and based on my personal familiarity with the Debtors' pending bankruptcy cases, I am qualified to give this declaration in support of the *First Interim Application of Executive Sounding Board Associates, LLC as Chief Restructuring Officer to the Debtors For Compensation and Allowance of Professional Fees and Expenses During the Period From July 10, 2013 Through October 31, 2013* (the "Application"),<sup>1</sup> filed by ESBA.

3. I worked closely with ESBA during the First Interim Period in these cases, and I am familiar with the services ESBA performed on behalf of the Debtors. I have reviewed the Application, and I support the award of fees and costs requested therein, to the extent ESBA is not awarded compensation that exceeds the amount of the Chapter 11 Retainer and Supplemental Retainer.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 15th day of January, 2014, at Newport Beach, California.

/s/ **Larry Levy**  
Digitally signed by Larry Levy  
DN: cn=Larry Levy, o, ou=Colorep Inc.,  
email=l.levy@colorep.com, c=US  
Date: 2014.01.24 11:38:17 -08'00'

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Larry Levy

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning afforded to them in the Application.

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 1901 Avenue of the Stars, 12<sup>th</sup> Floor, Los Angeles, California 90067. A true and correct copy of the foregoing document entitled : **DECLARATION OF LARRY LEVY IN SUPPORT OF FIRST INTERIM APPLICATION OF EXECUTIVE SOUNDING BOARD ASSOCIATES, LLC AS CHIEF RESTRUCTURING OFFICER TO THE DEBTORS FOR COMPENSATION AND ALLOWANCE OF PROFESSIONAL FEES AND EXPENSES DURING THE PERIOD FROM JULY 10, 2013 THROUGH OCTOBER 31, 2013** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On January 27, 2014, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

☒ Service information continued on attached page

**2. SERVED BY UNITED STATES MAIL:**

On January 27, 2014, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Ron Maroko  
Office of the United States Trustee  
725 South Figueroa Street, Suite 2600  
Los Angeles, CA 90017

**3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL**  
(state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on January 27, 2014, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

**Via Federal Express**

Honorable Julie W. Brand  
U.S. Bankruptcy Court  
255 E. Temple Street  
Suite 1382 / Courtroom 1375  
Los Angeles, CA 90012

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

January 27, 2014  
Date

Therese A. Barron  
Printed Name

/s/ Therese a. Barron  
Signature

---

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):**

Patrick B Howell on behalf of Creditor Sensient Imaging Technologies S.A., Sensient Technologies Corporation  
phowell@whdlaw.com, dprim@whdlaw.com;tmichalak@whdlaw.com

Ron Maroko on behalf of U.S. Trustee United States Trustee (LA)  
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David W. Meadows on behalf of Creditor Virginia Electric And Power Co  
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Stephan W Milo on behalf of Interested Party Courtesy NEF  
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Margreta M Morgulas on behalf of Debtor Transprint USA, Inc.  
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Michael S Neumeister on behalf of Debtor Colorep, Inc.  
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Michael S Neumeister on behalf of Debtor In Possession Transprint USA, Inc.  
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James Stang on behalf of Interested Party L.H. Charney 1410 Broadway LLC  
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Nicola G Suglia, Esq on behalf of Creditor Canon Financial Services, Inc. c/o Fleischer, Fleischer &  
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