

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF KANSAS

In Re:)
)
DICKINSON THEATRES, INC.,)
a Kansas Corporation) Case No. 12-22602
) Chapter 11
)
)

MOTION FOR LEAVE TO APPEAR PRO HAC VICE

Pursuant to D. Kan. Rule 83.5.4., and LBR 2090.1, I move that Douglas Bacon be admitted to practice in the United States Bankruptcy Court for the District of Kansas, for purposes of this case only to represent Spirit Master Funding, LLC.

I certify that I am a member in good standing of the Bar of this Court and that in compliance with D. Kan. Rule 83.5.4(c), I will sign all pleadings and other papers which are signed and filed by said attorney. I also agree that I will participate meaningfully in the preparation and trial of this bankruptcy case, to the extent required by the Court.

Pursuant to D. Kan. Rule 83.5.4(a), I have attached the required affidavit in support of this motion, along with an Attorney Electronic Filing Registration Form. I have also verified that the information contained in the affidavit is true and accurate.

BAKER STERCHI COWDEN & RICE, LLC

s/Scott M. Brinkman

Scott M. Brinkman KS #17025
51 Corporate Woods
9393 W. 110th St., Ste. 500
Overland Park, Kansas 66210
(913) 451-6752
(816) 472-0288 (fax)
sbrinkman@bscr-law.com
ATTORNEY FOR
SPIRIT MASTER FUNDING, LLC

CERTIFICATE OF SERVICE

I hereby certify that on this 28th day of September, 2012, a true and correct copy of the foregoing Motion for Leave to Appear Pro Hac Vice was sent by electronic means to all parties receiving notices electronically via the Court's CM/ECF noticing system.

s/ Scott M. Brinkman _____
Scott M. Brinkman

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF KANSAS

In re:)
)
) Case No. 12-22602
DICKINSON THEATRES, INC.)
a Kansas Corporation,) Chapter 11
)
Debtor.)

AFFIDAVIT IN SUPPORT OF MOTION FOR LEAVE TO APPEAR PRO HAC VICE

Pursuant to D. Kan. Rule 83.5.4., I declare that the following facts are true, to the best of my knowledge, information and belief:

1. My full name is: Douglas Bacon
2. I practice under the following firm name or letterhead:

Name: Latham & Watkins LLP

Address: 233 South Wacker Drive, Suite 5800, Chicago, Illinois 60606

Telephone Number: 312-876-7700


Fax: 312-993-9767

Email address: douglas.bacon@lw.com

3. I have been admitted to practice in the following courts:

Admitted to the Illinois Supreme Court on December 12, 1989, ARDC #6202585.
Admitted to the NY State Bar on September 20, 2006, registration #4436077.
Admitted to the State Bar of TX on November 4, 1983 (Inactive) Bar #01494700.
Admitted to the USCA, 7th Circuit on June 9, 1995.
Admitted to the USCA, 5th Circuit on January 23, 1985.
Admitted to the USDC, ND of IL General Bar on March 20, 1990.
Admitted to the USDC, ED of MI on October 23, 2001.
Admitted to the USDC, ND of IN on July 16, 1997.
Admitted to the USDC, ED of WI on January 20, 1994.
Admitted to the USDC, ND of CA on January 13, 1989.
Admitted to the USDC, ND of TX on May 1, 1987.
Admitted to the USDC, WD of WI on October 23, 2003.

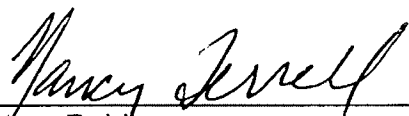
4. I have reviewed D. Kan. Rule 83.5.4. Pursuant to that rule, I have retained local counsel to assist in the representation in this case, and I agree that local counsel will sign all pleadings or other papers and participate meaningfully in the preparation and trial of the case or proceedings to the extent required by the Court.
5. I consent to the exercise of disciplinary jurisdiction over any alleged misconduct that occurs during the progress of this case.
6. I am in good standing in all bars of which I am a member.
7. No disciplinary or grievance proceedings have been previously filed against me.
8. No disciplinary or grievance proceedings are pending against me in any jurisdiction.
9. I have not been charged in any court of the United States or of any state, territory or possession of the United States with the commission of a felony or unprofessional conduct.
10. I have completed the Electronic Filing Registration Form for filing as an attachment to this motion and affidavit. I understand I will receive System-generated notices of electronic filing.



Douglas Bacon
Latham & Watkins LLP
233 South Wacker Drive
Suite 5800
Chicago, IL 60606
Phone: 312-876-7700
Fax: 312-993-9767
E-mail: douglas.bacon@lw.com

STATE OF)
)ss:
COUNTY OF)

Subscribed and sworn to before me, a Notary Public, this 28~~th~~ day of September, 2012.



Notary Public

My Commission Expires:





UNITED STATES DISTRICT COURT
DISTRICT OF KANSAS
Attorney Electronic Filing Registration Form

Name: Douglas Bacon
Office: Latham & Watkins LLP
Address: 233 South Wacker Dr., Ste. 5800
Address: _____
City: Chicago State: IL Zip: 60606
Office Phone: 312-876-7700 Ext.: _____ Fax: 312-993-9767

Kansas Bar # (or other state Bar #): Illinois #6202585
Internet E-mail Address: douglas.bacon@lw.com and chefiling@lw.com
Last 4 Digits of Social Security Number: 5610

By registering, attorneys consent to electronic service of all documents.

By completing this form, attorneys certify that they are members in good standing of the bar of this court, are applying for or have been granted admission pro hac vice or are involved in an MDL action in a case currently pending before this court and that they have read and are familiar with the rules of practice and the administrative procedures guide governing electronic filing, both which may be found at www.ksd.uscourts.gov.

The electronic filing of a petition, pleading, motion, or other paper by an attorney who is a registered participant in the Electronic Filing System shall constitute the signature of that attorney under Federal Rule of Civil Procedure 11.

By registering, the undersigned agrees to abide by the rules and regulations in the most recent general order currently in effect and any changes or additions that may be made in the future to the general order, the administrative procedures guide or this court's local rules.

PRO HAC VICE ATTORNEYS: Each attorney applying for pro hac vice admission must complete and sign an Electronic Filing Registration Form and file it as an attachment to the motion for pro hac vice admission. Attorneys admitted pro hac vice may then retrieve documents electronically through PACER and will receive System-generated notices of electronic filings. However, the System will not allow the attorney to file documents electronically.

LOGIN/PASSWORD INFORMATION

- Attorneys Admitted to the District of Kansas – your login/password will be mailed to you.
- Pro Hac Vice Attorneys – no login/password will be issued as local counsel is responsible for all electronic filing.
- MDL Attorneys – issuance of a login/password will be determined by the presiding judge in MDL actions in this court.

ATTORNEYS ADMITTED TO THE DISTRICT OF KANSAS and MDL ATTORNEYS:

Return this form via hand delivery or U.S. mail to:

Clerk, U.S. District Court
Electronic Filing Registration
259 U.S. Courthouse
500 State Avenue
Kansas City, Kansas 66101

OR fax completed form to:

913-735-2201

OR email completed form to:

ksd_attorney_registration@ksd.uscourts.gov
for pro hac vice admission)

ATTORNEYS APPLYING FOR PRO HAC VICE ADMISSION
Attach completed form to pro hac vice motion

(REQUIRED)

9/28/2012
Date

[Signature]
Applicant's Signature