

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF KANSAS**

<b>In re:</b>	)	<b>In Proceedings Under Chapter 11</b>
	)	
<b>GATEWAY ETHANOL, L.L.C.,</b>	)	<b>Case No. 08-22579-DLS</b>
	)	
<b>Debtor.</b>	)	

**AFFIDAVIT OF TAMMEE E. MCVEY AS ATTORNEY  
FOR DEBTOR AND DEBTOR IN POSSESSION,  
INCLUDING BANKRUPTCY RULES 2014 AND 2016 DISCLOSURE**

STATE OF MISSOURI    )  
  ) ss:  
COUNTY OF JACKSON )

**TAMMEE E. MCVEY**, being duly sworn, deposes and says:

1. I am an attorney at law and an associate in the law firm of Bryan Cave

LLP which Firm maintains offices at:

One Kansas City Place, 1200 Main Street, Suite 3500, Kansas City, Missouri  
64105-2100;

4707 W. 135<sup>th</sup> Street, Suite 210, Leawood, KS 66224-9800

One Metropolitan Square, 211 North Broadway, Suite 3600, St. Louis, Missouri  
63102-2750;

700 Thirteenth Street, N.W., Washington, D.C. 20005-3960;

1290 Avenue of the Americas, New York, New York 10104-3300

Riverview Office Center, 221 Bolivar Street, Suite 101, Jefferson City, Missouri  
65101

One Renaissance Square, Two North Central Avenue, Suite 2200, Phoenix,  
Arizona 85004-4406;

120 Broadway, Suite 300, Santa Monica, California 90401-2386;

3161 Michelson Drive, Suite 1500, Irvine, California 92612-4414;

161 North Clark Street, Suite 4300, Chicago, Illinois 60601-3315;

122 N. Main, Edwardsville, IL 62025;

Two Embarcadero Center, Suite 1410, San Francisco, California 94111

88 Wood Street, London, England EC2V 7AJ;

Hanseatic Trade Center, Am Sandtorkai 77, Hamburg, DEU D20457;

11<sup>th</sup> Floor, Club Lusitano, 16 Ice House Street, Central, Hong Kong, CHN;

Suite 916-921, One Corporate Avenue, 222 Hubin Road, Luwan District, Shanghai, CHN 200040;

Via dell'Annunciata 7, Milan, Italy, ITA 1-20121

78 Av Raymond Poincare, Premiere Etage, Paris, FRA 75116

600 North Bridge Road, #12-07/07 Parkview Square, Singapore, SGP 188778

Level 25, Suite 2503, Q House Lumpini Building, No. 1 South Sathorn Road, Tungmahamek, Sathorn, Bangkok, THA 10120

30/F, Menara Standard Chartered, #30-03, J1 Prof. Dr. Satrio Kav. 146, Jakarta, IDN 12950

Level 36, Menara Citibank, 165 Jalan Ampang, Kuala ALAumpur, MYS 50450

Ascott Makati, 7/F Glorietta 4, Ayala Center, Makati City, PHL 1224

12/F Ark Mori Building, 1-12-32, Akasaka, Minato-ku, Tokyo, JPN 107-6012

2. Neither I, the Firm, nor any member or associate thereof, insofar as I have been able to ascertain, has any financial connection with the Debtor, its estate, or any of its other attorneys and accountants.

3. Neither I, the Firm, nor any member or associate thereof, insofar as I have been able to ascertain, holds or represents any interests adverse to that of the estate, or the Debtor, with respect to the matters upon which the Firm is to be engaged.

4. The Firm searched its client database by searching for the name of each lender, equity holder, vendor and party in interest to the Debtor, and I have been informed that the Firm has from time to time provided legal services to the persons or entities listed on Exhibit A, who, according to the information provided by the Debtor, are among the 20 largest unsecured creditors or the secured lenders of the Debtor.<sup>1/</sup> I understand further that the Firm does not, and will not, represent any of these persons or entities, or their affiliates, with respect to this Chapter 11 proceeding, nor does the Firm's other representation conflict with the interests of the Debtor, the estate or the Firm's representation of the Debtor herein. To the extent that I become aware of any additional such unrelated representation subsequent to the date of this Affidavit, I intend to supplement this Affidavit accordingly.

5. I have been informed further that, as listed on Exhibit B, the Firm may have from time to time provided legal services to (i) certain other persons or entities that appear on the Debtor's mailing matrix, (ii) certain affiliates of those persons or entities, or (iii) certain non-debtor affiliates of the Debtor. A substantial portion of Exhibit B consists of affiliates of those persons or entities, for which affiliates the Firm does not provide legal services. Nevertheless, for purposes of this Affidavit and comprehensive disclosure, the Firm has sought to identify and disclose even those affiliations and connections, no matter how remote. I understand that the Firm does not, and will not, represent any of those persons, entities, or their affiliates with respect to these Chapter 11 proceedings, nor does the Firm's representation of any of those persons, entities or affiliates conflict with the interests of the Debtor, the estate or the

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<sup>1/</sup> Exhibits A and B have been prepared for full and complete disclosure. To that end, the disinterestedness conflict searches of Bryan Cave's records are programmed to (i) identify exact past or present client names that match the exact names of parties in interest in these proceedings; and (ii) identify any past or present client names that are similar to names of the parties in interest (e.g., we disclose the name "Acme Manufacturing Services, Inc." if a Bryan Cave client is named "Acme Manufacturing").

Firm's representation herein. To the extent that I become aware of any additional unrelated representation subsequent to the date of this Affidavit, I intend to supplement this Affidavit accordingly.

6. In the event that the Firm determines that any representation of the Debtor in these proceedings against those persons or entities listed on Exhibit A or Exhibit B conflicts with the Firm's prior representation of said persons or entities, the Firm shall recuse itself from such specific representation, or perform such other acts as may be necessary. Bryan Cave may represent other current clients who are creditors of or who have a connection with the Debtor and/or the Debtor's reorganization efforts that were not disclosed to or uncovered by my review. However, my review indicates that the Firm does not represent any such entity in connection with this case.

7. I understand that the Debtor has approximately 100 actual creditors and parties in interest, although there may be more which are unknown at this time. I intend to supplement this Affidavit as necessary as the identities of those creditors and their relationships, if any, with the Firm become known. Consequently, while there may exist certain additional persons to whom the Firm has rendered legal services, I am unaware of any such representation that is in conflict with, or adverse to, that of the estate or the Debtor or which is related to these proceedings.

8. Except as disclosed on Exhibits A and B, I personally have no connection or interest with, and do not believe that there is any other connection or interest (as such terms are used in section 101(14)(E) of the Bankruptcy Code and Bankruptcy Rule 2014(a)) of Bryan Cave and (i) the United States Trustee or any person employed by the Office of the United States Trustee, or (ii) any attorneys, accountants, financial consultants and investment bankers who

represent or may represent claimants or other parties in interest in this case. However, as part of its practice, Bryan Cave appears in cases, proceedings, and transactions involving many different attorneys, accountants, financial consultants and investment bankers, some of which now or may in the future represent the Debtor, creditors or parties in interest in this case. I understand that Bryan Cave has not and will not represent any such entities in relation to the Debtor and this Chapter 11 case, nor have any financial relationship with any such entities that would be adverse to the Debtor or its estate in the matters upon which Bryan Cave is to be employed.

9. Since January 1, 2008, the Firm has received approximately \$847,504.89 in payment of professional fees and expenses for services previously provided by the Firm to the Debtor. Bryan Cave has been paid in full as of the Petition Date or has irrevocably released or forgiven any amounts owing. Bryan Cave will provide to the United States Trustee (and others as requested) further information as to those payments. Notwithstanding this Court's granting of the Application to appoint the Firm, all such payments shall be subject to such subsequent review.

10. The Firm holds a retainer of \$152,286.60 for fees and expenses to be rendered to the Debtor in this proceeding.

11. The amount of fees and expenses to be paid in the future will be as determined and allowed by the Court on a basis of hourly rates and actual costs incurred or such other basis as the Court shall authorize.

12. Substantially all of the Firm's services will be provided by persons in the Firm's Kansas City office. The Firm calculates fees on a basis of hourly rates by reference to the following rates for that office (as such rates are subject to normal adjustment from time to time for inflation and other factors):

Partners: \$350-\$530 per hour  
Counsel/Associates: \$185-\$345 per hour  
Paraprofessionals: \$85-\$165 per hour

13. The sole source of the additional compensation to be paid to the Firm is property of the Debtor now or hereafter acquired.

14. The Firm has not shared or agreed to share any of its compensation from the Debtor with any other person, other than a partner or associate of the Firm.

15. I understand that the Court's approval of the Application for Order Authorizing Retention and Employment of Bryan Cave LLP as Counsel for the Debtor is not approval of any proposed terms of compensation and under § 328(a) the Court may allow compensation on terms different from those proposed.

15. Based on the foregoing, I believe I am a "disinterested person" within the meaning of Sections 101(14) and 327 of the Bankruptcy Code, as well as the Firm of Bryan Cave LLP.

s/ Tamee E. McVey  
Tamee E. McVey  
Bryan Cave LLP

Sworn to before me this 2nd  
day of October, 2008

s/ Marzale A. Fosdick  
Notary Public

My Commission expires: 5/31/09

**Exhibit A**

Cargill, Inc.  
John Deere Credit  
IBM Corporation  
JCI/Jones Chemicals, Inc.  
Union Pacific Railroad  
IBT Reference Laboratory

**Exhibit B**

AC Jacobs And Company Incorporated  
AC Jacobs Management Company Incorporated  
Adapsys/Adm Limited  
ADM  
ADM Associates, Inc.  
ADM GROUP  
ADM Tenth Avenue Associates  
AI Connection Inc.  
American Arbitration Association  
American Connection Inc.  
Archer Daniels Midland Company  
AT&T  
AT&T Broadband  
AT&T Broadband Direct  
AT&T Cable Services  
AT&T CampusWide Access Solutions  
AT&T Capital Corporation  
AT&T Cellular Services, Inc.  
AT&T Communications of Illinois, Inc.  
AT&T Communications of the Midwest, Inc.  
AT&T Communications of the Southwest, Inc.  
AT&T Communications, Inc.  
AT&T Corporation  
AT&T De Mexico SA De CV  
AT&T Inc.  
AT&T Inc./Illinois Bell  
AT&T Language Line Service  
AT&T Local Network Services  
AT&T Local Services  
AT&T Mobility  
AT&T Mobility LLC  
AT&T Universal Card Services, Inc.  
AT&T Wireless PCS, Inc.  
AT&T Wireless PCS, LLC  
AT&T Wireless Services  
AT&T Wireless Services of Missouri, LLP  
AT&T Wireless Services, Inc.  
AT&T Wireless Services, Inc. d/b/a AT&T Wireless  
AT&T Wireless Services, Inc., CA  
AT&T Wirless of Missouri, LLP  
AT&T Yellow Pages, Inc.  
Atlantic Southeast Airlines Delta Connection  
Auto Leasing Connection



Boeing Connection  
Buck Mercy Estate  
Buck, Mercy P.  
Carondelet Hospitals and Mercy Healthcare Arizona St. Josephs Hospital Phoenix Owner  
Cecar Grove Division of Rosemount Analytical Inc.  
Centro de Ensino Sao Lucas Ltda.  
Centro Industrial De Farragens Lda (CIFIAL)  
Centro Sviluppo Settori Impiego SRL  
Childrens Mercy Hospital  
Christensen Miller Fink Jacobs Glaser Weil and Shapiro LLP  
Christensen White Miller Fink and Jacobs  
CIFAL Centro Industrial De Farragens Sa  
Coffee Connection Inc The  
Comfort Suites  
Computer Cable Connection, Inc.  
Cs Of Liberty Inc DbA Comfort Suites  
Cs Of Liberty, Inc. DbA Comfort Suites  
Dan Rosen (Rosen Dainow & Jacobs)  
Data Connection Inc  
Data-Connection, Inc.  
David L. and Theresa D. Lawson  
Deere & Company  
Delta Dental of Arizona  
Delta Dental of Missouri  
Delta Dental Plan of Arizona Charitable Foundation and Trust  
Delta Dental Plan of Missouri  
Dohrmann Division of Rosemount Analytical Inc.  
Dr. Jacobs, Robert M.  
Dr. Robert M. and Alayne Jacobs  
El Centro Downreit  
El Centro Retail Partners, L.P.  
Empire City Subway Company  
Employment Connection  
Evases Industriales Del Centro (Envace), C.A.  
FedEx Freight Systems, Inc.  
First American National Title Insurance Company  
First American Title Company  
First American Title Company of Los Angeles  
First American Title Insurance  
First American Title Insurance Company  
First American Title Insurance Company of N.Y.  
First American Title Insurance Company of New York  
First American Title--Lenders Advantage  
Frost and Jacobs  
Grainger & Carter  
Grainger, Neil

Harding Lawson & Associates  
Hembree, H. Lawson IV  
IBM Corporation  
IBM Credit Corporation  
IBM/ARMCO/AT&T/FMC  
India Connection  
Internal Revenue Service (IRS)  
Irvine Division of Rosemount Analytical Inc.  
Jacobs & Jacobs  
Jacobs Computer Supplies Inc  
Jacobs Engineering Group, Inc.  
Jacobs Facilities, Inc.  
Kamau, Mercy  
Kansas City Metropolitan Community College  
Kansas Gas Service  
Lahabra Division of Rosemount Analytical Inc.  
Lawson Products  
Lawson Software, Inc.  
Lock\line AT&T Wireless  
Lucent Technologies Pension Plan (as Successor to AT&T Pension Plan)  
Major Connection Inc  
Malcolm Jacobs Aviation, Inc.  
Master Repair Service and Construction  
Master Service Inc.  
Mercy Health System of Oklahoma  
Mercy Healthcare Arizona  
Mercy Integrated Health  
Mercy Medical Group  
Mercy Neonatology, Ltd.  
Metropolitan Community Colleges Foundation  
Micro Motion Inc  
Milgrim Thomajan Jacobs & Lee  
Motherhouse of the Sisters of Mercy Inc.  
Nexsen Pruet Jacobs And Pollard Llp  
Orion Ethanol, Inc  
Orrville Division Westinghouse CCD of Rosemount Analytical Inc.  
Pactel Connection  
Plant Maintenance Services Kansas City, LLC  
Power Devices (Division of Data Connection)  
Progressive Youth Connection  
Rosemount Analytical  
Rosemount Analytical Inc.  
Saia Motor Freight Line Incorporated  
Saia Motor Freight Line LLC  
Saia Motor Freight Lines, Inc.  
San Antonio Comfort Suites

SBC Communications Inc.  
SBC Services, Inc.  
Serv. Teleport Communications Group dba AT&T Local  
Shimadzu Corporation  
Sisters of Mercy  
Sisters of Mercy Health System  
Sisters of Mercy Health Systems of St. Louis  
Sisters of Mercy of the Americas  
Sisters of Mercy of the Americas - Regional Community of North Carolina  
Sisters of Mercy of the Americas Northeast Community  
Sisters of Mercy of the Americas, Regional Community of Omaha  
Sisters of Mercy, Regional Community of Baltimore  
Southwest Catholic Health Network Corporation DBA Mercy Care Plan  
St Johns Mercy Medical Center  
St. John's Mercy Hospital  
St. John's Mercy Medical Center  
Subway  
Subway Restaurants Inc.  
TCG Kansas City, Inc. d/b/a AT&T Local Network Services  
TCG St. Louis, Inc. d/b/a AT&T Local Network Services  
The Dance Connection  
The First American Corporation DBA First American Title Insurance Company  
The French Connection  
The India Connection, LLC  
The Jacobs Manufacturing Company  
The Mission of Our Lady of Mercy, Inc.  
Thomas Land Jacobs Associates Inc.  
Training Connection Inc The  
Turner, Stansfield ADM  
Union Pacific Railroad Company  
W W Grainger Inc.  
Westex Inc.  
Wimberly Lawson & Seale PLLC  
Zellermayer Gratch & Jacobs, P.C.