

EXHIBIT 1

DECLARATION OF KENNETH R. COOKSON

I, Kenneth R. Cookson, declare as follows:

1. I am of lawful age and, if called upon, I could and would testify competently to the matters set forth herein. I am a Director of Kegler, Brown, Hill & Ritter Co., LPA. (“Kegler Brown”) responsible for Kegler Brown’s representation of the Debtor (the “Debtor”).

2. I am authorized to file this Declaration in support of the *Third Interim Fee Application of Kegler Brown for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period April 1, 2005 through July 31, 2005* (the “Third Interim Application”).

3. I have read the Third Interim Application and reviewed the Exhibits attached thereto, and each of the facts contained therein to the best of my knowledge, is true and correct.

4. To the extent possible, I and other professionals at Kegler Brown have attempted throughout the Third Interim Period to minimize any duplication of work both amongst Kegler Brown professionals and between Kegler Brown and the other professionals involved in this matter.

5. I and other Members of Kegler Brown monitored the work performed by Kegler Brown professionals to ensure that the work was properly distributed to the appropriate professional at the appropriate lowest billing level.

6. By the Application, Kegler Brown respectfully applies for an order of this Court (1) allowing and approving interim compensation to Kegler Brown in the amount of \$12,017.33, representing \$10,508.00 in professional services rendered and \$1,509.33 in expenses and costs incurred during the Third Interim Period; (2) approving the payments already received by Kegler Brown of \$6,515.40; and (3) authorizing payment of the unpaid balance owed to Kegler Brown of \$5,501.93.

7. Attached to the Application as Exhibit 2 is a true and correct copy of the billing rates for each Kegler Brown profession during the Third Interim Period and a summary of the hours billed and fees incurred on behalf of the Debtor by each of these individuals.

8. Attached to the Application as Exhibit 3 is a true and correct copy of the complete monthly invoices which describe in detail all services rendered and expenses incurred by Kegler Brown during the Third Interim Period.

9. Attached to the Application as Exhibit 4 is a true and correct summary of all expenses and costs by category and month incurred by Kegler Brown during the Third Interim Period.

I declare under penalty of perjury under the laws of the United State of America that, to the best of my knowledge, the foregoing is true and correct.

Executed this 14th day of September, 2005 in Columbus, Ohio.

/s/ Kenneth R. Cookson
Kenneth R. Cookson (0020216)
KEGLER, BROWN, HILL & RITTER CO., LPA

**SUMMARY OF LEGAL SERVICES
EXHIBIT 2**

Timekeeper Name	Title	Bar Year	Billing Rate	Billed Hours	Total Fees
Kenneth R. Cookson	Director	1977	\$295	21.00	\$6,342.50
Stephanie P. Union	Associate	1999	\$185	18.70	\$3,459.50
Robin Hayes	Paralegal		\$110	4.50	\$495.00
Sally Jeffrey	Paralegal		\$ 90	.70	\$ 63.00