

March 4, 2010

VIA E-MAIL

Christopher S. Chow
Sean J. Bellew
Ballard Spahr LLP
919 North Marker Street, 12th Floor
Wilmington, DE 19801-3034

Re: *In re: RC Sooner Holdings, LLC, et al.* (the "Debtors") – Case No. 10-10528
(Bankr. D. Del.)

Gentlemen:

On March 1, 2010, Mr. Bellew sent me a copy of an Adversary Complaint that had been filed against the Remyco Entities¹ in the Delaware bankruptcy court on February 24, 2010 (the "Complaint"). Mr. Bellew inquired whether I would accept service of the Complaint on behalf of the Remyco Entities. Although I generally represent the Remyco Entities in various legal matters, they have not specifically engaged me to represent them or defend them with respect to the matters in the Complaint. Therefore, I am *not* authorized to accept service of the Complaint on behalf of the Remyco Entities and cannot do so pursuant to Mr. Bellew's request.

I am also in receipt of Mr. Chow's letter dated March 2, 2010. Therein, Mr. Chow requested that the Remyco Entities provide the Debtors with certain documents identified on Exhibit A of the letter on or before March 5, 2010, and cooperate in arranging an examination of a representative of the Remyco Entities relating to the documents requested. The letter cited Bankruptcy Rule 2004 in support of this request. The Remyco Entities have instructed me to advise you that they will not comply with the various requests in Mr. Chow's letter for at least three reasons.

First, none of the Remyco Entities are parties to the Debtors' bankruptcy proceeding. Therefore, the Debtors are required to comply with Bankruptcy Rule 2004(c) if they want the requested documents and examination from them. Rule 2004(c) requires compliance with Bankruptcy Rule 9016 and Federal Rule of Civil Procedure 45, which in turn requires the issuance of a subpoena. Because the Remyco Entities are located in Oklahoma and outside of

¹ The "Remyco Entities" include Remyco, Inc., The Remy Companies, Inc., Home Realty Ventures, Inc., Bradford Creek Properties, LLC, Landrun Design and Development Co., Inc., Diamond Pointe, LLC, Bluechip Holdings, LP, Tim L. Remy, Tim J. Remy, Sherry E. Remy, L. Leon Remy, Robin E. Remy, Sherry E. Remy Revocable Trust Dated July 14, 1997, L. Leon Remy Revocable Trust Dated July 14, 1997, and Mona Remy Burke.

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the subpoena power of the Delaware court, such subpoena must be issued by an Oklahoma bankruptcy court and properly served on the Remyco Entities in order to have any validity. For this reason Mr. Chow's threat that if the Debtors "do not receive the documents by such date, we will have no alternative than to seek a Court order compelling the document production" is ill-advised and given the foregoing, not enforceable if the Court were even willing to issue such an order.

Second, even if somehow the Remyco Entities were properly served with the request for documents and an examination as requested in Mr. Chow's letter, such request is grossly overly broad and unduly burdensome on its face. There is no federal court that would compel 15 parties to produce documents pursuant to 28 different document requests subject to 8 pages of separate instructions and definitions in 2 business days. This request is patently unreasonable in time and scope and would cause undue burden and expense. Please note that I did not receive Mr. Chow's letter until 5:35 p.m. on March 2nd and he demands all of these documents be produced by March 5. A subpoena or document request must allow a reasonably sufficient time to respond. This is precisely why a subpoena is required under the Bankruptcy Rules. The Remyco Entities have the right, when properly served with a legal subpoena or request, to have a reasonable time to review it and to object to it and/or seek to quash it.

Finally, given the filing of the Complaint (and assuming it is properly served pursuant to Rule 7004), any request for documents and an examination of a corporate representative would be governed by Part VII of the Federal Rules of Bankruptcy Procedure as opposed to Rule 2004. No such request for production of documents or notice of deposition to my knowledge has been served on the Remyco Entities, nor has the Complaint.

Please let me know if you have any questions related to this letter or if I can do anything further.

Very truly yours,

/s/ Michael T. Keester

Michael T. Keester

MTK

cc: Mr. Steven W. Soulé, Esq.
Mr. John T. Richer, Esq.

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