

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
RC SOONER HOLDINGS, LLC, <u>et al.</u> , <sup>1</sup>	)	Case No. 10-10528 (BLS)
Debtors.	)	(Jointly Administered)
	)	<b>Regarding Docket No. 40</b>

**CERTIFICATION OF COUNSEL REGARDING AMENDED  
APPLICATION OF THE DEBTORS FOR AN ORDER AUTHORIZING  
THE RETENTION AND EMPLOYMENT OF BALLARD SPAHR LLP  
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION  
PURSUANT TO 11 U.S.C. §§ 327(A) AND 328(A), FED. R. BANKR. 2014(A)  
AND DEL. BANKR. L.R. 2014-1 NUNC PRO TUNC TO THE PETITION DATE**

On March 1, 2010, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the Amended Application of the Debtors for an Order Authorizing the Retention and Employment of Ballard Spahr LLP as Counsel to the Debtors and Debtors in Possession Pursuant to 11 U.S.C. §§ 327(a) and 328(a), Fed. R. Bankr. 2014(a) and Del. Bankr. L.R. 2014-1 *Nunc Pro Tunc* to the Petition Date (the “Application”). Subsequent to the filing of the Application, the Debtors received comments from the Office of the United States Trustee for the District of Delaware (the “United States Trustee’s Office”) regarding the Application. The Debtors have worked with the United States Trustee’s Office to address its

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<sup>1</sup> The Debtors and the last four digits of their taxpayer identification numbers are: RC Sooner Holdings, LLC (7904); RC Brixton Square Owner, LLC (8002); RC Cedar Crest Owner, LLC (7914); RC Fulton Plaza Owner, LLC (8011); RC Magnolia Owner, LLC (7998); RC Pomeroy Park Owner, LLC (7939); RC Salida Owner, LLC (7947); RC Savannah South Owner, LLC (7983); RC Southern Hills Owner, LLC (7958); Brixton Square Apartments, LLC (1844); CC Apartments, LLC (1798); Fulton Plaza Apartments, LLC (4344); Magnolia Manor Apartments, LLC (4486); Pomeroy Park Apartments, LLC (1649); Salida Apartments, LLC (1915); Savannah South Apartments, LLC (8586); and Southern Hills Villa Apartments, LLC (1721). The business address for each of the Debtors where notices should be sent is 1515 Broadway, 11th Floor, New York, New York 10036-8901.

concerns and have resolved its issues through the filing of the Unsworn Supplemental Declaration Pursuant to 28 U.S.C. § 1746(2) and Fed. R. Bankr. P. 2014(a) of Tobey M. Daluz, Esquire, a Partner in Ballard Spahr LLP (the "Supplemental Declaration"), attached hereto as Exhibit A.

The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the Application. The undersigned further certifies that he has reviewed the Court's docket in this case and no answer, objection or other responsive pleading to the Application appears thereon. Pursuant to the Notice of Application, objections to the Application were to be filed and served no later than March 11, 2010 at 4:00 p.m. (ET).

The Debtors respectfully submit that the filing of the Supplemental Declaration is appropriate and consistent with the Debtors' discussions with the United States Trustee's Office, and accordingly request that the proposed form of order, attached hereto as Exhibit B, be entered at the earliest convenience of the Court.

Dated: March 15, 2010  
Wilmington, Delaware

Respectfully Submitted,

BALLARD SPAHR LLP

By: /s/ Christopher S. Chow  
Tobey M. Daluz, Esquire (No. 3939)  
Sean J. Bellew, Esquire (No. 4072)  
Christopher S. Chow, Esquire (No. 4172)  
919 N. Market Street, 12th Floor  
Wilmington, DE 19801  
Telephone: (302) 252-4465  
Facsimile: (302) 252-4466  
Email: daluzt@ballardspahr.com  
bellews@ballardspahr.com  
chowc@ballardspahr.com

- and -

Matthew G. Summers, Esquire<sup>2</sup>  
300 East Lombard Street, 18th Floor  
Baltimore, MD 21202-3268  
Telephone: (410) 528-5600  
Facsimile: (410) 528-5650  
Email: summersm@ballardspahr.com

Proposed Counsel for the Debtors and Debtors in  
Possession

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<sup>2</sup> Admitted *pro hac vice*.