

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION
www.flmb.uscourts.gov

In re:

TAYLOR, BEAN & WHITAKER
MORTGAGE CORP.,

Case No. 3:09-bk-07047-JAF
Chapter 11 Case

Debtor.

**APPLICATION FOR APPROVAL OF EMPLOYMENT OF
PAUL STEVEN SINGERMAN, ESQ. AND BERGER SINGERMAN, P.A.
AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS NUNC PRO TUNC TO SEPTEMBER 14, 2009**

Pursuant to 11 U.S.C. §§ 328 and 1103 and Rule 2014 of the Federal Rules of Bankruptcy (“FRBP”), the Official Committee of Unsecured Creditors (the “Committee”) of Taylor, Bean & Whitaker Mortgage Corp. (the “Debtor”), applies for approval of the employment of Paul Steven Singerman, Esq. (“Singerman”) and Berger Singerman, P.A. (“BSPA”) as counsel to the Committee, and states:

1. On August 24, 2009 (the “Petition Date”), the Debtor commenced this case by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1532.
2. On September 11, 2009, the Committee was appointed by the Office of the United States Trustee [D.E. # 203].
3. At a duly convened meeting of the Committee on September 14, 2009, notice of which was given to all Committee members and at which all the Committee members participated, the Committee voted to retain Singerman and BSPA to advise and represent the Committee in this bankruptcy case, as more fully set forth herein.

4. Singerman and BSPA have substantial experience in reorganization cases and are qualified to act as counsel for the Committee.

5. To the best of the Committee's knowledge, BSPA does not hold or represent any interest adverse to the Debtor or its estate on any matters in which BSPA is to be engaged.

6. To the best of the Committee's knowledge, BSPA is "disinterested" (as such term is defined in 11 U.S.C. § 101(14)) and has no connection with the Debtor, the creditors or any other party in interest except as described in the *Declaration of Paul Steven Singerman on Behalf of Berger Singerman, P.A. as Proposed Counsel for the Official Committee of Unsecured Creditors* annexed hereto as Exhibit "A."

7. The Committee proposes to retain BSPA to, among other things, consult with the Committee concerning the administration of the case, to investigate the acts, conduct, assets, liabilities, and financial condition of the Debtor, participate in the negotiations in respect of the formulation of a plan of reorganization for the Debtor, and any other matters permitted or authorized pursuant to section 1103 of the Bankruptcy Code.

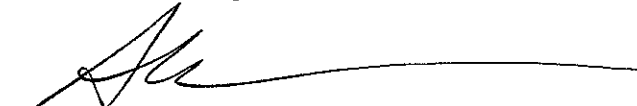
8. The Committee proposes that compensation be awarded to BSPA after the filing of interim and/or final application(s) and a hearing consistent with the requirements of 11 U.S.C. §§ 328, 330 and 331, Bankruptcy Rules 2002, 2016 and Local Rule 2016-1.

WHEREFORE, the Committee respectfully requests the Court to enter an order approving the employment of Singerman and BSPA as counsel for the Committee in this case *nunc pro tunc* to September 14, 2009.

Dated: September 21, 2009

The Official Committee of Unsecured Creditors of
Taylor, Bean & Whitaker Mortgage Corp.

By: Lender Processing Services, Inc., Chair

By: 

Sheryl Newman, Sr. Vice-President and Chief
Litigation Counsel

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing has been served electronically via the Court's CM/ECF system on those parties registered to receive electronic/notice service on the 21st day of September, 2009.

BERGER SINGERMAN, P.A.
Proposed Counsel to the Committee
200 South Biscayne Boulevard, Suite 1000
Miami, Florida 33131
Telephone: (305) 755-9500
Facsimile: (305) 714-4340

By: /s/ Paul Steven Singerman
Paul Steven Singerman
Florida Bar No. 826316
singerman@bergersingerman.com

Exhibit A

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION
www.flmb.uscourts.gov

In re:

TAYLOR, BEAN & WHITAKER
MORTGAGE CORP.,

Case No. 3:09-bk-07047-JAF
Chapter 11 Case

Debtor.

**UNSWORN DECLARATION OF PAUL STEVEN SINGERMAN, ON BEHALF
OF BERGER SINGERMAN, P.A., AS PROPOSED COUNSEL FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
TAYLOR, BEAN & WHITAKER MORTGAGE CORP.**

Paul Steven Singerman, under penalty of perjury, represents as follows:

1. I am a shareholder of the law firm Berger Singerman, P.A. (“BSPA”). Our firm maintains offices for the practice of law at 200 South Biscayne Boulevard, 10th Floor, Miami, Florida 33131; 350 East Las Olas Boulevard, 10th Floor, Ft. Lauderdale, Florida 33301; 125 S. Gadsden Street, Suite 300, Tallahassee, FL 32301; and 2650 North Military Trail, Suite 240, Boca Raton, FL 33431. I am familiar with the matters set forth herein and make this declaration (the “Declaration”) in support of the *Application for Approval of Employment of Paul Steven Singerman and Berger Singerman, P.A. as Counsel for the Official Committee of Unsecured Creditors Nunc Pro Tunc to September 14, 2009* (the “Application”) in the above-captioned Chapter 11 case.

2. I make this Declaration based in material part based on my review of the list of creditors of the Debtor, Taylor, Bean & Whitaker Mortgage Corp. (the “Debtor”) from the Court’s website. I compared the information obtained thereby with the information contained in our law firm’s client and adverse party conflict check system. The facts stated in this

Declaration as to the relationship between lawyers in our law firm and the Debtor, the Debtor's creditors, the United States Trustee, other persons employed by the Office of the United States Trustee, and those persons and entities who are defined as disinterested persons in Section 101(14) of the Bankruptcy Code, are based on the results of my review of our firm's conflict check index system. Specifically, I have caused to be conducted (i) a computer search of our firm's records in respect of all of the names referred to in the first sentence of this paragraph; and (ii) disseminated a written request for information to all of the attorneys in our firm regarding connections to the Debtor and the Debtor's creditors. Based upon such search, our firm does not represent any entity in a matter that would constitute a conflict of interest or impair the disinterestedness of BSPA. Because BSPA (formerly Berger Davis & Singerman, P.A., previously Berger & Davis, P.A. and previously Berger, Shapiro & Davis, P.A.) has been in existence since 1985 and does not maintain computerized records of all cases during those years, it is impossible to state with certainty whether the firm has ever represented any existing creditor of the Debtor.

3. BSPA's client and adverse party conflicts check system is comprised of records regularly maintained in the course of business of the firm and it is the regular practice of the firm to make and maintain these records. It reflects entries that are noted in the system at the time the information becomes known by persons whose regular duties include recording and maintaining this information. I regularly use and rely upon the information contained in the system in the performance of my duties with the law firm and in my practice of law.

4. A search of my firm's conflict check system revealed the following matters, none of which in my view impairs my or our firm's disinterestedness or constitutes any conflict of interest:

a. *Bank of America, N.A.* (as successor by merger to LaSalle Bank National Association) is listed as a creditor of the Debtor. Prior to its acquisition by Bank of America, BSPA represented La Salle National Bank in several matters wholly unrelated to the Debtor. BSPA currently represents *Bank of America* in the *In re SeaSpecialties, Inc.* bankruptcy case pending in the United States Bankruptcy Court for the Southern District of Florida. This matter is substantially completed but for the distribution of funds to which Bank of America may be entitled. BSPA has also represented a number of clients who are adverse to *Bank of America* in that they have incurred a debt to *Bank of America* in matters wholly unrelated to this bankruptcy case.

b. *Colonial Bank* is listed as a creditor of the Debtor. BSPA has represented a number of clients who are adverse to *Colonial Bank* in that they have incurred a debt to *Colonial Bank* in matters wholly unrelated to the instant bankruptcy case. In addition, BSPA represented *Colonial* in various litigation matters that are wholly unrelated to this bankruptcy case. BSPA presently has no active representations of *Colonial Bank*.

c. *General Electric Capital Corp. ("GECC")* is listed as a creditor of the Debtor. BSPA has represented a number of clients who are adverse to *GECC* or its affiliates (collectively, "*GE*"), in that they have incurred a debt to *GE* in matters wholly unrelated to this bankruptcy case. In addition, BSPA represented *GE* in various litigation matters that are wholly unrelated to this bankruptcy case. BSPA presently has no active representations of *GE*.

d. Individuals by the names of *Robert Barron, Eric Boyd, Stephen Brown, Peter Brown, Christopher Carter, Robert Charlton, Don Cox, Tom Daly, Susan Davis, Theresa Davis, Maria Gonzalez, Cynthia Hatfield, James G. Hicks, Stephen Jackson, Jacqueline Jackson, Mark Johnson, Mary Johnson, Robert Jones, Hector Lopez, Brenda Miller, John H. Miller, Lisa*

Miller, Andrew Morris, Diane Murray Richard Perkins, Adriana Perez, Lisa Pierce, Jennifer Rice, Jeffrey Richards, Jose Rivera, Jose Rodriguez, Maria Ruiz, Brian Scott, Paul Smith, Linda Smith, Doug Smith, Michael Tompkins, Luis Torres, Linda Walsh, Judith White, and Karen Williams (the “Individuals”) are listed as creditors of the Debtor. BSPA has represented third parties in wholly unrelated matters whose interests may have been adverse to one or more of the Individuals. Moreover, another shareholder in this firm is named “Robert Barron”, but he is not the Robert Barron listed in the Debtor’s records. It is impossible for our firm to confirm with certainty that the other individuals associated with the third party representations, are the same Individuals listed as creditors of the Debtor.

e. There are numerous creditors listed by the Debtor in the matrices filed with the Court that have been creditors of, or adverse to, entities represented by BSPA in cases and matters wholly unrelated to the instant bankruptcy case. These creditors include: *Ace American Insurance, ADP Screening & Selection Services, ADP, Inc., American Express, Aramark, Attorney General of the United States, Baker & Hostetler, LLP, Bayview Loan Servicing, LLC, Broad & Cassel, Canon Financial Services, CDW Direct, LLC, Chase Card Services, Cintas Corporation, Cintas Document Management, CIT Technology, Commonwealth of Massachusetts, Commonwealth of Pennsylvania, Consolidated Electrical Dist., Credit Suisse First Boston Mortgage, CRP-2 Holdings AA, L.P., Dell Marketing, L.P., Deloitte & Touche, Deutsche Bank AG, Deutsche Bank Securities, Inc., DLA Piper, LLP (US), Federal Deposition Insurance Corp., Federal Home Loan Mortgage Corp., Fedex Customer Critical, Fidelity National Title, First American Corelogic, First American Real Estate Tax Service, Florida Attorney General, Greenberg Traurig, P.A., Guaranty Bank, Gunster Yoakley & Stewart, P.A. Hawthorne Capital, LLC, Hunton & Williams, LLP, ICBA, Independent Community Bank,*

Indymac Bank, Internal Revenue Service – Centralized Insolvency Operations, Iron Mountain, Kroll Factual Data, Landamerica Tax and Flood, Locke Lord Bissell & Liddell, LLP, Manufacturers and Traders Trust Co., McKenna Long & Aldridge, LLP, Merchantile Bank f/k/a Florida Bank, N.A., National Field Representative, Inc., Natixis Real Estate Capital, Inc., NDS USA, LLC, Nevada Department of Taxation, New York State Corporation Tax Division, Office Equipment Finance Services, Pitney Bowes Credit Corp., RBC Bank as successor to Florida Choice Bank, RBC Capital Markets, Sam Solutions, Securities and Exchange Commission, Sirote & Permutt, Sovereign Bank, Sparkletts, Spherion, Standard & Poor’s, State of New Jersey, Sysco Food Services – Central Florida, Talx Corporation, Tennessee Department of Revenue, Treasurer – State of New Jersey, Troutman Sanders, LLP, United Parcel Service, U.S. Bank National Association, U.S. Department of Justice, Wachovia Bank, Washington Mutual, Wright Express Financial, and Zephyrhills.

f. BSPA has formerly represented, but has no present representation of *ADT Security Services*, in entirely unrelated matters.

g. BSPA represents, from time to time, privately held as well as public companies in out of court and restructuring matters (the “Non-Debtor Clients”). Several creditors of the instant Debtor may be creditors of the Non-Debtor Clients. BSPA’s representation of the Non-Debtor Clients does not impair BSPA’s disinterestedness or its ability to represent the Committee as counsel in this case.

5. In addition to the foregoing, BSPA may have performed services in the past and may perform services in the future, in matters unrelated to this Chapter 11 case, for persons that are parties in interest in the Debtor’s Chapter 11 case. As part of its customary practice, BSPA is retained in cases, proceedings and transactions involving many different parties, some of whom

may represent or be employed by the Debtor, claimants and parties in interest in this Chapter 11 case. Such representation does not impair BSPA's disinterestedness in performing services for the Committee.

6. All of the foregoing disclosures are provided to the Court in an abundance of caution, and are of the nature and quality that would be required in the context of the "disinterestedness" standard under 11 U.S.C. Section 327(a). BSPA respectfully submits that in respect of the disclosures contained herein, all of the foregoing evidence that BSPA does not hold or represent an interest adverse to the Debtor or its estate with respect to the specific matters upon which BSPA is to be employed, and is a "disinterested person" within the scope and meaning of Section 101(14) of the Bankruptcy Code.

7. To the best of my knowledge, except as may be set forth above, BSPA:
- a. is not a creditor, equity security holder or insider of the Debtor;
 - b. is not as was not an investment banker for any outstanding security of the Debtor;
 - c. has not been within three years of the filing of the petition, an investment banker for a security of the Debtor, or an attorney for such an investment banker in connection with the offer, sale or issuance of a security of the Debtor;
 - d. is not and was not, within two years before the Petition Date a director, officer or employee of the Debtor or an investment banker of the Debtor; and
 - e. does not have any interest materially adverse to the interests of the Debtor's estate, or of any class of creditors or equity security holders by reason of a direct or indirect relationship to, connection with or interest in the Debtor, or for any other reason.

8. There is no agreement of any nature, other than the shareholder agreement of BSPA, as to the sharing of any compensation to be paid to the firm. No promises have been

received by BSPA or any member, or associate thereof, as to compensation in connection with this case, other than in accordance with the provisions of the Bankruptcy Code.

9. Neither I nor any principal of or professional employed by BSPA, insofar as I have been able to ascertain, holds or represents any interest adverse to the creditors of the Debtor's estate.

10. No attorney in our firm holds a direct equity interest in the Debtor, including stock or stock warrants, or has a right to acquire such an interest, but attorneys in our firm may own interests in mutual or other funds that own equity interests in the Debtor.

11. No attorney in our firm is or has served as an officer, director or employee of the Debtor within two years before the Petition Date.

12. No attorney in our firm is in control of the Debtor or is a relative of a general partner, director, officer or person in control of the Debtor.

13. No attorney in our firm is a general or limited partner of a partnership in which the Debtor is also general or limited partners.

14. No attorney in our firm is or has served as an officer, director or employee of a financial advisor that has been engaged by the Debtor in connection with the offer, sale or issuance of a security of the Debtor, within two years before the Petition Date.

15. No attorney in our firm has represented a financial advisor of the Debtor in connection with the offer, sale or issuance of a security of the Debtor within three years before the Petition Date.

16. No attorney in our firm has any other interest, direct or indirect, that may be affected by the proposed representation.

17. The Debtor has numerous relationships and creditors. As of this date, the Debtor has not yet filed its schedules and statement of financial affairs. Consequently, although every reasonable effort has been made to discover and eliminate the possibility of any conflicts, including the efforts outlined above, BSPA is unable to state with certainty whether one of its clients or an affiliated entity may hold a claim or otherwise be a party in interest to this Chapter 11 case. If, at any time during the period of its proposed employment, BSPA discovers any facts bearing on the matters described herein, BSPA will supplement the information contained in this Declaration.

18. Subject to the Court's approval, BSPA will charge for its services on an hourly basis in accordance with its ordinary and customary hourly rates, subject, however to a 5% reduction in our hourly rates (but not our costs and disbursements) in effect on the date hereof (and without increase through September 14, 2010). BSPA will maintain detailed, contemporaneous records of time and any actual and necessary expenses incurred in connection with the rendering of legal services described above by category and nature of the services rendered. BSPA has also agreed not to charge for time spent traveling to hearings, unless the travel time is spent working on this matter.

19. In accordance with Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure, BSPA hereby discloses that it has not received any payment for services to be rendered by BSPA in connection with this bankruptcy case.

20. The professional fees and costs incurred by BSPA in the course of its representation as counsel to the Committee in this case shall be subject in all respects to the application and notice requirements of 11 U.S.C. §§ 327 and 330, and F.R.B.P. 2014 and 2016.

21. The current hourly rates of Paul Steven Singerman and Arthur Spector, the shareholder level attorneys who will be principally be responsible for BSPA's representation of the Committee are \$535.00 and \$500.00 per hour, respectively. The current hourly rates for the attorneys at BSPA range from \$235.00 to \$535.00. The current hourly rates for the legal assistants and paralegals at BSPA range from \$75.00 to \$185.00.

22. Except as set forth herein, neither I nor any partner or associate or member of BSPA, insofar as I have been able to ascertain, has any connection with the Debtor, the Debtor's creditors, any other party in interest or their respective attorneys and accountants, the United States Trustee, or any person employed in the Office of the United States Trustee, on any matters in which the firm is to be engaged, except that I, our law firm, and our attorneys (a) may have appeared in the past, and may appear in the future, in other cases in which one or more of said parties may be involved; (b) may represent or may have represented certain of the Debtor's creditors in matters unrelated to this case; and (c) have worked on matters in the past and maintain friendships with professionals at Stichter, Riedel, Blain & Prosser, P.A. and Navigant Capital Advisors, LLP, the Debtor's legal and financial advisors, respectively, and with professionals from other firms which are presently or may in the future become involved in this case.

23. BSPA is agreeable to representing the Committee as its counsel in connection with legal services as set forth herein and in the Application.

24. This concludes my declaration.

28 U.S.C § 1746 Declaration

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 21, 2009.

Paul Steven Singerman