

# **EXHIBIT A**

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION

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|   |   |                                  |
|---|---|----------------------------------|
| <b>In re:</b>                                 | ) | <b>Case No. 06-51848</b>         |
|   | ) | <b>(Jointly Administered)</b>    |
| <b>CEP HOLDINGS, LLC, et al.,<sup>1</sup></b> | ) |                                  |
|   | ) | <b>Chapter 11</b>                |
| <b>Debtors.</b>                               | ) |                                  |
|   | ) | <b>Judge Marilyn Shea-Stonum</b> |
|   | ) |                                  |

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**DISCLOSURE OF COMPENSATION AND  
VERIFIED STATEMENT OF JEAN R. ROBERTSON**

JEAN R. ROBERTSON states as follows:

1. I am a shareholder of the law firm of McDonald Hopkins Co., LPA (“McDonald Hopkins”), the offices of which are located at 600 Superior Avenue, East, Suite 2100, Cleveland, Ohio 44114-2653. I am a member in good standing of the Bar of the State of Ohio and am admitted to practice before the United States District Court for the Northern District of Ohio. I make this Statement: (a) in support of the application for retention and employment of McDonald Hopkins as special counsel for the above-captioned debtors and debtors in possession (collectively, the “Debtors”); and (b) in accordance with sections 327(e) and 328 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

2. McDonald Hopkins is willing to serve as special counsel for the Debtors in their chapter 11 cases and to accept compensation for professional services rendered and reimbursement of expenses incurred in accordance with the provisions of sections 328, 330, and 331 of the Bankruptcy Code, the applicable Bankruptcy Rules, and the General Orders in effect in this District. McDonald Hopkins intends to charge for its legal services in accordance with its

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<sup>1</sup> The Debtors include: CEP Holdings, LLC, Creative Engineered Polymer Products, LLC and Theraplastics Acquisition, LLC.

usual and customary billing practices. McDonald Hopkins' current hourly rates for its professionals and paraprofessionals are as follows:

| <u>Billing Category</u> | <u>Range</u>  |
|-------------------------|---------------|
| Shareholders            | \$255 - \$460 |
| Of Counsel              | \$215 - \$400 |
| Associates              | \$145 - \$290 |
| Paralegals              | \$100 - \$180 |
| Law Clerks              | \$ 85         |

3. I arranged to have McDonald Hopkins' database of client matters searched to determine if McDonald Hopkins has or has had any relationship with the Debtors' officers and directors, the Debtors' 50 largest unsecured creditors, the Debtors' equity security holders, the Debtors' other professionals, the Debtors' secured lenders, and certain of the Debtors' customers. The names and entities that McDonald Hopkins searched for conflicts are disclosed on Schedule 1 attached hereto and incorporated herein by reference.

4. Based upon the foregoing search, I have determined that:

- a. McDonald Hopkins represents A. Schulman, a party in interest of the Debtors, in employee benefit matters unrelated to the Debtors.
- b. McDonald Hopkins represents JP Morgan Chase Bank, a creditor of the Debtors, in certain loan origination matters unrelated to the Debtors.
- c. McDonald Hopkins represents Ford Motor Company, a customer of the Debtors, in certain tax matters unrelated to the Debtors.
- d. McDonald Hopkins does not represent any party adverse to the Debtors in any significant litigation with the Debtors.
- e. McDonald Hopkins does not represent any creditor of the Debtors in matters relating to the Debtors. McDonald Hopkins may represent various creditors of the Debtors and other parties in interest in matters unrelated to the Debtors, the Debtors' reorganization cases, or such entities' claims against the Debtors. A disclosure of such representations is attached hereto as Schedule 2.

5. Except as noted above, neither I, McDonald Hopkins, nor the other shareholders or associates thereof, insofar as I have been able to ascertain, hold or represent an interest

adverse to the Debtors or their estates with respect to the matters for which it is to be employed. Further, insofar as I have been able to ascertain, other than in connection with these chapter 11 cases, McDonald Hopkins has no connection (defined as a professional relationship) with the Debtors' creditors, their respective attorneys or accountants, the United States Trustee, any other person with an actual or potential interest in these chapter 11 cases, or persons employed thereby, except that, from time to time, McDonald Hopkins may have represented certain of the Debtors' creditors and other parties in interest, or interests adverse to such creditors and other parties in interest, in matters unrelated to the Debtors and their chapter 11 cases. Accordingly, McDonald Hopkins does not represent or hold any interest adverse to the Debtors or their estates with respect to the limited matters on which it is to be employed.

6. No promises have been received by McDonald Hopkins, or any shareholder or associate thereof, as to compensation or reimbursement of expenses in connection with the Debtors' chapter 11 cases. McDonald Hopkins has no agreement with any other entity to share with such entity any compensation received, nor will any be made, except as permitted under section 504(b)(1) of the Bankruptcy Code.

7. As of the Petition Date, McDonald Hopkins received no compensation or retainer during the preceding twelve months from the Debtors for legal services rendered, or to be rendered, and expenses incurred.

8. McDonald Hopkins intends to apply to the Court for payment of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules of this Court and pursuant to any additional procedures that may be established by the Court in these cases.

9. The proposed employment of McDonald Hopkins is not prohibited by, or improper under, Bankruptcy Rule 5002. McDonald Hopkins and the professionals it employs

are qualified to represent the Debtors in the matters for which McDonald Hopkins is proposed to be employed.

10. For the reasons set forth above, I and the other attorneys employed by McDonald Hopkins are qualified to act as special counsel for the Debtors. Neither I, McDonald Hopkins, nor any shareholder or associate thereof will, while employed by the Debtors, represent in connection with the Debtors' chapter 11 cases any other entity holding an interest adverse to the Debtors or their estates. McDonald Hopkins will, in all likelihood, continue to have professional relationships with certain creditors of the Debtors in matters unrelated to these chapter 11 cases.

11. McDonald Hopkins has instituted and is carrying on further inquiries of its shareholders and associates with respect to the matters contained herein. McDonald Hopkins will file supplemental statements regarding this retention if any additional relevant information comes to its attention.

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 30 day of October 2006.

  
\_\_\_\_\_  
Jean R. Robertson

**SCHEDULE 1**

**SCHEDULE OF INTERESTED PARTIES**

**The Debtors**

CEP Holdings, LLC  
Creative Engineered Polymer Products, LLC  
Thermoplastics Acquisition, LLC

**Secured Creditors**

Wachovia Capital  
Chase Bank  
IBM

**Outside Legal Counsel**

Benesch Friedlander Coplan & Aronoff  
Brouse McDowell LPA  
Baker & Hostetler LLP  
Goldberg Kohn

**Outside Auditors**

Deloitte & Touche

**Lessors**

AIC Ventures  
Grupo 7  
Parker Hannifin

**Top 50 Unsecured Creditors of CEP**

|                           |                                |
|---------------------------|--------------------------------|
| A.P. Plasman Inc.         | DuPont De Nemours & Co.        |
| Accudyn Products, Inc.    | E.I. DuPont De Nemours Co.     |
| Advanced Composites       | Excel Polymers, LLC            |
| Advanced Elastomer System | Fabnet Associates, Inc.        |
| Advantage Services, Inc.  | GE Polymerland Service         |
| ARJ Manufacturing LLC     | Gold Key Processing, Ltd.      |
| Aurora Plastics Inc.      | Honda Trading America          |
| Basell USA Inc.           | Hydroform Solutions            |
| BASF Corporation          | Innovene USA LLC               |
| BASF-Mellon Bank          | JM Mold South                  |
| Bollhoff Riv-Nut          | Kautex Textron                 |
| Brown Corp of Greenville  | K-W Plastics Sales & Marketing |
| C.H. Raches Inc.          | Lanxess Corp.                  |
| Chisso America, Inc.      | Lavergne Group Inc.            |
| Concours Mold Inc.        | Metzeler Automotive            |
| Corpad Co., Inc.          | Modern Metal Products Co.      |
| Dow-Corning STI           | Nova Chemicals                 |
| DSM Engineering Plastics  | Online Employment Service      |
| DSM Thermoplastic         | Packaging Corp of America      |
| Du Pont Mexico SA DE CV   | Parker-Hannifin Corp.          |

PME Companies, Inc.  
Rennco Automation Systems  
Rhodia

Sika Corporation  
The Resin Enterprise  
Washington Penn Plastic Co.

**Other Parties in Interest**

A Schulman  
Aerotek Inc.  
Alphabet Group  
American Express  
Anthem Blue Cross  
Ashland Distribution Co.  
Chase Equipment  
Concours Mold AL Inc.  
Dayton Power & Light Co.  
Delphi Corporation  
Delphi Packard Electrics  
Delta Mold, Inc.  
Demo Technic, SAS  
Dow Corning  
DTE Energy  
DuPont Company  
Eagle Mold Company  
EFC International  
Entropex  
FGH Systems, Inc.  
Flex Technologies  
Ford Motor Company  
General Motors Corporation  
Hubbard Industrial Supply  
IER Industries Inc.

Industry Products Co.  
Industry Products Company  
Leggett & Platt  
Mach Mold & Die Co.  
Mapics Inc.  
Mavrick Metal Stamping Inc.  
Minco Tool & Mold, Inc.  
Ohio Edison  
Prudential  
Quality Die Casting  
Quantum Resources  
Reserve Group  
Spirex Corp.  
Stark Mold & Pattern, Inc.  
Synventive Molding Solutions  
Tennessee Stamping LLC  
Toray Marketing & Sales  
Tridon  
Triple S Construction  
Valeo Electrical Systems  
Vari-Form  
Visteon

**Current and Former Directors**

Al Kinser  
Anthony Murru  
Gary Wyman  
Jim Van Tiem  
Mark Hamlin

**SCHEDULE 2**

**SCHEDULE OF INTERESTED PARTIES AND RELATIONSHIP TO DEBTOR AND  
McDONALD HOPKINS CO., LPA**

| <b>Entity</b>             | <b>Relationship to Debtor</b> | <b>Relationship to McDonald Hopkins</b> |
|---------------------------|-------------------------------|---|
| A. Schulman               | party in interest             | client                                  |
| Deloitte & Touche         | outside auditors              | client                                  |
| Ford Motor Company        | party in interest (customer)  | client                                  |
| Ford Motor Credit Company | creditor                      | client                                  |
| IBM Corporation           | creditor                      | client                                  |
| JPMorgan Chase Bank       | creditor                      | client                                  |