

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

| | | |
|--------------------------------------|---|---|
| In re: |) | |
| |) | Case No. 10-26881 |
| CORUS BANKSHARES, INC., ¹ |) | Chapter 11 |
| |) | |
| |) | Honorable Pamela S. Hollis |
| |) | |
| Debtor. |) | Hearing Date: August 3, 2010 at 11:00 a.m. |
| |) | Objections Due: July 27, 2010 at 4:00 p.m. |

NOTICE OF MOTION

PLEASE TAKE NOTICE that on **Tuesday, August 3, 2010 at 11:00 a.m.** or as soon thereafter as counsel may be heard, we will appear before the Honorable Pamela S. Hollis, or any other judge sitting in her stead in Courtroom 644 of the United States Bankruptcy Court for the Northern District of Illinois, 219 South Dearborn Street, Chicago, Illinois, and then and there present the Application for Entry of an Order Authorizing and Approving the Retention and Employment of Neal, Gerber & Eisenberg, LLP as Co-Counsel to the Official Committee of Unsecured Creditors of Corus Bankshares, Inc. Retroactive to June 28, 2010, a copy of which is attached hereto and hereby served upon you.

Dated: July 16, 2010

Respectfully submitted,

THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF CORUS BANKSHARES, INC.

By: /s/ Mark A. Berkoff
Proposed Counsel

Mark A. Berkoff (ARDC #06194787)
Deborah M. Gutfeld (ARDC #06272331)
Nicholas M. Miller (ARDC #06295723)
NEAL, GERBER & EISENBERG LLP
Two North LaSalle Street, Suite 1700
Chicago, IL 60602-3801
(312) 269-8000

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor's federal tax identification number, is: Corus Bankshares, Inc. (3592). The location of the Debtor's corporate headquarters and the service address for the Debtor is: 10 S. Riverside Plaza, Suite 1800, Chicago, IL 60606.

CERTIFICATE OF SERVICE

Mark A. Berkoff, an attorney, certifies that on July 16, 2010, he caused the foregoing *Application for Entry of an Order Authorizing and Approving the Retention and Employment of Neal, Gerber & Eisenberg, LLP as Counsel to the Official Committee of Unsecured Creditors of Corus Bankshares Retroactive to June 28, 2010* (the “Application”) to be filed electronically. Notice of this filing was sent by operation of the Court’s electronic filing system to the following parties:

| | |
|--|---|
| Jeff W. Gettleman jgettleman@kirkland.com | David R. Seligman dseligman@kirkland.com |
| William T. Neary USTPRegion11.ES.ECF@usdoj.gov | Frank F. McGinn, Esq. ffm@bostonbusinesslaw.com |
| Michael D. Messersmith mmessersmith@kayescholer.com | Mark Berkoff mberkoff@ngelaw.com |
| Deborah M. Gutfeld dgutfeld@ngelaw.com | Nicholas M. Miller nmiller@ngelaw.com |
| Deborah J. Bisco bisco.deborah@pbgc.gov | Sonia U. Chae chaes@sec.gov |

In addition, the parties listed on the attached service lists were served via electronic mail if an e-mail address is listed and via first class mail, postage prepaid, if there is no e-mail address.

Parties may access this filing through the Court’s CM/ECF system.

/s/ Mark A. Berkoff
Mark A. Berkoff (ARDC #06194787)
NEAL, GERBER & EISENBERG LLP
Two North LaSalle Street – Suite 1700
Chicago, IL 60602-3801
(312) 269-8000

j.chris.matthews@bnymellon.com
mudassir.mohamed@bnymellon.com
shillier@cohenandcompany.com
cstrung@corusbankshares.com
cmiles@corusbankshares.com
rcurtis@corusbankshares.com
santal@corusbankshares.com

collegezone@isac.org
david.seligman@kirkland.com
james.sprayregen@kirkland.com
jeffrey.gettleman@kirkland.com
dhartnett@kayescholer.com
tedgeworth@kayescholer.com
mmessersmith@kayescholer.com

chicago@sec.gov
RViloria@StoneCastlePartners.com
cthagard@trapeza.com
cag@finstocks.com
igoldman@goodwin.com
mpollio@goodwin.com

jwilley@potteranderson.com
tmeyers@kilpatrickstockton.com
ffm@bostonbusinesslaw.com
mmessersmith@kayescholer.com
tmeyers@kilpatrickstockton.com
skapoor@kilpatrickstockton.com
mberkoff@ngelaw.com
dgutfeld@ngelaw.com
nmiller@ngelaw.com
chaes@sec.gov

mohammad.qattum@regus.com

Atty General of the United States
Dept of Justice
950 Pennsylvania Ave, NW
Washington, DC 20530-0001

Bank of America NA
(RE: Unsecured Creditors Committee)
Michael D Messersmith
Trustee Corus Trust XI
70 W Madison St; Ste 4100
Chicago, IL 60602

Dept of the Treasury - IRS
Centralized Insolvency Operations
PO Box 21126
Philadelphia, PA 19114

FDIC
James Vordtriede
1601 Bryan St 17th Floor
Dallas, TX 75201

Federal Deposit Insurance Corp FDIC
Greg Watson, Res & Closings Mgr
Div of Resolutions & Receiverships
300 South Riverside Plaza, Ste 1700
Chicago, IL 60606

Federal Deposit Insurance Corp FDIC
Mitchell Glassman, Director
Div of Resolutions & Receiverships
1776 F Street, NW - Room F-8076
Washington, DC 20006

Federal Deposit Insurance Corp FDIC
Richard Gill
Virginia Square, L. Wm Seidman Ctr
3501 Fairfax Drive
Arlington, VA 22226

Federal Deposit Insurance Corp-FDIC
Timothy E Divis, Regional Counsel
300 S Riverside Plaza, Ste 1700
Chicago, IL 60606

Illinois Department of Revenue
Bankruptcy Section
Level 7-425
100 W Randolph St
Chicago, IL 60101

Illinois Dept of Employmnt Security
Benefit Payment Control Division
PO BOX 4385
Chicago, IL 60680

Office of the United States Atty
Attn: Civil Process Clerk
Northern Distr of IL, Eastern Div
219 S Dearborn St
Chicago, IL 60604

Office of the United States Atty
Northern Distr of IL, Eastern Div
219 S Dearborn St, 5th Floor
Chicago, IL 60604

Office of The United States Trustee
Richard C. Friedman
219 S. Dearborn Street, Room 873
Chicago, IL 60604

PBGC
Deborah J Bisco
1200 K Street NW
Suite 340
Washington, DC 20005-4026

Securities and Exchange Commission
SEC Headquarters
100 F Street NE
Washington, DC 20549

US Bank NA
(RE: Unsecured Creditors Committee)
James H Byrnes
Trustee Corus Trust I, III & V
Corp Trst Div, 3rd Fl; 1 Federal St
Boston, MA 02110

US Environmental Protection Agency
Richard L Nagle
Bankruptcy Contact
US EPA Region 5 Mail Code C-14J
Chicago, IL 60604

Wells Fargo Bank NA
(RE: Unsecured Creditors Committee)
James R Lewis
Trustee Corus Trust XII
45 Broadway; 17th Fl
New York, NY 10006

Wilmington Trust Company
(RE: Unsecured Creditors Committee)
Steven Cimalore
Trustee Corus Trust VII, X & XIII
1100 N Market St; Rodney Sq N
Wilmington, DE 19890-1615

Bloomberg
Debt Collector Marie Ferguson
Vengroff Williams & Associated Inc
PO Box 4155
Sarasota, FL 34230-4155

Flora Boemi
1100 Pembroke Dr Apt 127
Lake Forest, IL 60045

Harry L Shapiro
3100 Lexington Lane Apt 307
Glenview, IL 60026

Joel T Harris
1212 N Lake Shore Dr #32cs
Chicago, IL 60610

Joseph C Glickman
7770 Starlight Dr
La Jolla, CA 92037

Marvin Strunk
80 Linden Ave
Glencoe, IL 60022

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

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| In re: |) Chapter 11 |
| |) |
| CORUS BANKSHARES, INC. ¹ , |) Case No. 10-26881 |
| |) |
| |) Honorable Pamela S. Hollis |
| |) |
| Debtor. |) Hearing Date: August 3, 2010 at 11:00 a.m. |
| |) Objections Due: July 27, 2010 at 4:00 p.m. |

**APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING AND APPROVING THE
RETENTION AND EMPLOYMENT OF NEAL, GERBER & EISENBERG, LLP
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF CORUS BANKSHARES, INC. RETROACTIVE TO JUNE 28, 2010**

The Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtor and debtor-in-possession (the “Debtor”), pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended, the “Bankruptcy Code”) and Rules 2014 and 5002 the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), hereby moves this Court (this “Application”) for the entry of an order authorizing and approving the retention and employment of Neal, Gerber & Eisenberg, LLP (“NGE” or the “Firm”) as counsel to the Committee in connection with the Debtor’s chapter 11 case (the “Chapter 11 Case”), retroactive to June 28, 2010. In support of the Application, the Committee submits the verified statement of Mark A. Berkoff, a partner of the Firm (the “Berkoff Affidavit”), which is attached hereto as Exhibit A and incorporated herein by reference. In further support of the Application, the Committee respectfully represents as follows:

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor’s federal tax identification number, is: Corus Bankshares, Inc. (3592). The location of the Debtor’s corporate headquarters and the service address for the Debtor is: 10 S. Riverside Plaza, Suite 1800, Chicago, IL 60606.

BACKGROUND

1. On June 15, 2010 (the “Petition Date”), the Debtor filed voluntary petitions in this Court for reorganization relief under chapter 11 of the Bankruptcy Code. The Debtor continues to manage its property as debtor-in-possession under sections 1107(a) and 1108 of the Bankruptcy Code. To date, no trustee or examiner has been appointed in this chapter 11 case.

2. On June 28, 2010, the Office of the United States Trustee for the Northern District of Illinois appointed a statutory committee of unsecured creditors (the “Creditors’ Committee”). The Committee is comprised of the following five (5) creditors: (i) U.S. Bank, N.A. as Indenture Trustee for Corus Statutory Trusts I, III and V; (ii) The Bank of New York Mellon Trust Company, N.A., as Indenture Trust for Corus Statutory Trust II, IV, VI, VIII and IX; (iii) Wilmington Trust Company, as Indenture Trustee for Corus Statutory Trust XIII; (iv) Wells Fargo Bank, N.A., as Indenture Trustee for Corus Statutory Trust XII; and (v) Bank of America, N.A. as Indenture Trustee for Corus Statutory Trust XI. Mr. J. Chris Matthews (The Bank of New York Mellon Trust Company, N.A.) was designated as chair of the Committee.

3. On June 28, 2010, the Committee held its organizational meeting and conducted extensive interviews of five (5) law firms (the “Interviews”). Following the Interviews, the Committee selected NGE to serve as its local counsel in connection with the Chapter 11 Case. The Committee selected NGE due to, among other things, their depth and breadth of experience in bankruptcy matters, especially complicated chapter 11 cases, and their Chicago presence. Based on these facts, the Committee believes that NGE is well-qualified to render the services described below.

JURISDICTION

4. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core

proceeding under 28 U.S.C. § 157(b)(2). The statutory predicates for the relief requested herein are sections 328(a) and 1103(a) of the Bankruptcy Code and rules 2014(a) and 2016 of the Bankruptcy Rules.

BASIS FOR RELIEF REQUESTED

5. The Committee is informed and believes that NGE attorneys are knowledgeable and experienced in bankruptcy law and its administration and that their employment will assist the Committee in the exercise of its powers and in the performance of its duties, as prescribed in section 1103(c) of the Bankruptcy Code. The Committee requires counsel to conduct its activities relating to chapter 11 of the Bankruptcy Code.

6. NGE is well-suited for the type of representation required by the Committee. NGE has attorneys whose members practice in virtually every civil practice area, including, but not limited to, financial restructuring and bankruptcy, commercial litigation, intellectual property, tax, real estate and securities and corporate transactions. Accordingly, the Committee has determined that NGE has the resources and experience necessary to represent it in the Chapter 11 Case.

7. Subject to further order of this Court, NGE is expected to render, *inter alia*, the following services to the Committee after consultation with lead counsel, Kilpatrick Stockton, and with a view to avoiding duplication of efforts and/or upon direction from the Committee:

a. assisting, advising and representing the Committee in its consultations with the Debtor regarding the administration of this case;

b. assisting, advising and representing the Committee in analyzing the Debtor's assets and liabilities, and participating in and reviewing any proposed asset sales, any asset dispositions;

c. assisting, advising and representing the Committee in any manner relevant to reviewing and determining the Debtor's rights and obligations under leases and other executory contracts;

d. assisting, advising and representing the Committee in investigating the acts, conduct, assets, liabilities and financial condition of the Debtor, the Debtor's operation and the desirability of the continuance of any portion of its operation, and any other matters relevant to this case or to the formulation of a plan;

e. assisting, advising and representing the Committee in its participation in the negotiation, formulation and drafting of a plan of liquidation or reorganization;

f. advising the Committee on the issues concerning the appointment of a trustee or examiner under Section 1104;

g. assisting, advising and representing the Committee in understanding its powers and its duties under the Bankruptcy Code and the Bankruptcy Rules and in performing other services as are in the interests of those represented by the Committee;

h. assisting, advising and representing the Committee in the evaluation of claims and on any litigation matters, including avoidance actions;

i. appearing in Court on behalf of the Committee and attending meetings in person or telephonically at the request or direction of the Committee; and

j. providing such other services to the Committee as may be necessary in this case.

8. To the best of the Committee's knowledge, and based upon the Berkoff Affidavit attached hereto, neither the Firm nor any of its attorneys have any connection with any party in interest, their attorneys or accountants, other than as set forth in the Berkoff Affidavit.

9. To the best of the Committee's knowledge, except as provided in the Berkoff Affidavit, neither the Firm, nor any of its attorneys represent any interest adverse to that of the Committee in the matters on which they are to be retained, and the Firm's attorneys are disinterested persons under Section 101(14).

10. The Committee has been advised by NGE that NGE's compensation would be based on its customary rates applicable to NGE's clients generally and would be at the expense of the estate and that billing statements will be furnished to the Committee on a monthly basis in the form of a Monthly Fee Application, to be filed with the Bankruptcy Court pursuant to the Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses For Professionals And Official Committee Members. Subject to Court approval in accordance with section 330 of the Bankruptcy Code, compensation will be payable to NGE on an hourly basis, plus reimbursement of actual and necessary expenses incurred by the Firm. NGE's current hourly rates for paralegals and attorneys range from \$140 to \$795, depending primarily on the background and experience of the particular attorney or paralegal. Mark A. Berkoff's 2010 hourly rate is \$645, Deborah Gutfeld's 2010 hourly rate is \$460 and Nicholas M. Miller's 2010 hourly rate is \$410. A more complete listing of NGE's 2010 hourly rates will be furnished upon request. These rates are adjusted periodically, usually at the beginning of the calendar year, and any modification of such rates is applicable to legal services performed after the new rates become effective.

11. The expenses that NGE ordinarily and customarily charges its clients include, but are not limited to, messenger charges, overnight delivery charges, word processing charges, deposition videography and transcript charges, photocopying charges at the rate of \$.10 per page,

computerized legal research fees, “working” meal charges, filing fees, travel costs, and fees for experts and other consultants retained on the client’s behalf.

12. NGE has not received any payments regarding its professional services or expenses related to NGE’s representation of the Committee in the Chapter 11 Case.

13. The Debtor has provided NGE with a listing of known creditors and adverse parties (the “Conflicts List”), a true and correct copy of which is attached as Exhibit A to the Berkoff Affidavit. The Conflicts List contained the names of: (a) Debtor; (b) the Debtor’s current and recent former directors and officers; (c) former employees; (d) certain professionals who will render services in connection with this Chapter 11 Case; (e) shareholders; (f) taxing authorities; (g) trust preferred securities trustees; (h) vendors; (i) the Debtor’s top 20 unsecured creditors; and (j) all trustees, judges and Court contacts in the Northern District of Illinois. Though NGE has searched only the parties identified by the Debtor in the Conflicts Lists, NGE agrees that it will file a supplemental Rule 2014 affidavit if any additional conflicts come to light after the filing of this Application.

14. NGE has reviewed the Conflicts List and performed a computer-aided conflicts search of its client database. NGE has not represented any other entity in connection with this case.

15. Periodically, NGE may represent or have represented certain creditors of the Debtor’s estate in matters unrelated to the Chapter 11 Case. These creditors, if known, are disclosed in the Berkoff Affidavit. Furthermore, NGE may, in the future, represent certain of the Debtor’s equity holders or creditors in matters unrelated to the Chapter 11 Case.

16. Except as set forth in the Berkoff Affidavit, to the best of the Committee’s knowledge, neither NGE nor its partners, associates or counsel, have any connections with the

Debtor, its creditors, any other parties in interest, its attorneys or accountants, the United States Trustee or any person employed in the Office of the United States Trustee. Moreover, NGE is not a creditor of the Debtor and is not an equity or security holder of the Debtor. To the best of the Committee's knowledge, and except as set forth in the Berkoff Affidavit, NGE does not hold or represent any interest adverse to the Committee. NGE is a "disinterested person" as that phrase is defined in section 101(14) of the Bankruptcy Code and NGE's employment is necessary and in the best interests of the Committee and the Debtor's estate.

NOTICE

17. Notice of this Application will be given to: (a) the Office of the United States Trustee for the Northern District of Illinois; (b) the entities listed on the Consolidated List of Creditors Holding the 20 Largest Unsecured Claims; (c) counsel to the indenture trustee for each of the Debtor's subordinated debentures; (d) the Securities and Exchange Commission; (e) the Internal Revenue Service; (f) the Federal Deposit Insurance Corporation; (g) the United States Attorney for the Northern District of Illinois; (h) the Civil Process Clerk, United States Attorney's Office for the Northern District of Illinois; (i) the Attorney General of the United States, Washington, D.C., and (j) all parties who have requested notice pursuant to Bankruptcy Rule 2002 (collectively, the "Notice Parties"). The Committee submits that, under the circumstances, no other or further notice is required.

18. No previous application for the relief sought herein has been made to this or any other court.

WHEREFORE, the Committee requests that this Court approve the retention and employment of NGE as its counsel retroactive to June 28, 2010, to render services as described above with compensation to be paid as an administrative expense in such amounts as this Court

may hereafter determine and allow; and grant the Committee such other and further relief as the Court deems just and proper.

Dated: July 16, 2010

THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR CORUS BANKSHARES, INC.

THE BANK OF NEW YORK MELLON TRUST
COMPANY, N.A., AS INDENTURE TRUSTEE FOR
CORUS STATUTORY TRUST II, IV, VI, VIII AND
IX

By: 

J. Chris Matthews, Chair of the Committee

EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

| | |
|--------------------------------------|---|
| In re: |) Chapter 11 |
| |) |
| CORUS BANKSHARES, INC., ¹ |) Case No. 10-26881 |
| |) |
| |) Honorable Pamela S. Hollis |
| |) |
| Debtor. |) Hearing Date: August 2, 2010 at 11:00 a.m. |
| |) Objections Due: July 27, 2010 at 4:00 p.m. |

**VERIFIED STATEMENT OF
MARK A. BERKOFF IN SUPPORT OF APPLICATION
FOR ENTRY OF AN ORDER AUTHORIZING AND APPROVING THE
RETENTION AND EMPLOYMENT OF NEAL, GERBER & EISENBERG, LLP
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF CORUS BANKSHARES, INC. RETROACTIVE TO JUNE 28, 2010**

I, Mark A. Berkoff, declare under penalty of perjury as follows, pursuant to Rules 2014 (a) and 2016(b) of the Federal Rules of Bankruptcy Procedure:

1. I am a partner with the law firm of Neal, Gerber & Eisenberg LLP (“NGE” or the “Firm”), with offices located at Two North LaSalle Street, Suite 1700, Chicago, Illinois 60602. I am duly admitted to practice law in the State of Illinois, the United States District Court for the Northern District of Illinois, and the United States Court of Appeals for the Seventh Circuit. I am authorized to submit this Verified Statement in support of the *Application for Entry of an Order Authorizing and Approving the Retention and Employment of Neal, Gerber & Eisenberg LLP as Counsel to the Official Committee of Unsecured Creditors Retroactive to June 28, 2010* (the “Application”).²

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor’s federal tax identification number, is: Corus Bankshares, Inc. (3592). The location of the Debtor’s corporate headquarters and the service address for the Debtor is: 10 S. Riverside Plaza, Suite 1800, Chicago, IL 60606.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

2. I have personal knowledge of the matters set forth herein and could testify competently as to the facts contained herein.

3. Neither I, the Firm, nor any partner, of counsel or associate thereof, insofar as I have been able to ascertain, has any connection with the Debtor, its creditors or any other parties in interest herein, or its respective attorneys and accountants, the U.S. Trustee, or any person employed in the office of the U.S. Trustee, except as may be set forth herein.

4. The Firm has made the following investigation of disinterestedness prior to submitting this Statement. The Firm has undertaken a full and thorough review of its computer database which contains the names of clients and other parties interested in particular matters. The Firm requires all of its professionals, before accepting the representation of a new client, or the representation of an existing client in a new matter, to perform a conflicts check through the Firm's database and to enter into that database conflict information regarding new clients or new matters. Thus, a review of said computerized database should reveal any and all actual or potential conflicts of interest with respect to any given representation.

5. In particular, an employee of the Firm, under my supervision, ran the names of: (a) Debtor; (b) the Debtor's current and recent former directors and officers; (c) former employees; (d) certain professionals who will render services in connection with this Chapter 11 Case; (e) shareholders; (f) taxing authorities; (g) trust preferred securities trustees; (h) vendors; (i) the Debtor's top 20 unsecured creditors; and (j) all trustees, judges and Court contacts in the Northern District of Illinois (collectively, the "Conflicts List") through the Firm's database. A true and correct copy of the Conflicts List, as provided by Debtor's counsel, is attached hereto as Exhibit A.

6. NGE represented, represents, and in the future will likely represent certain of the Debtor's creditors or equity holders in matters unrelated to the Debtor and this case. To the extent the search conducted by NGE indicated that NGE has, or had, a relationship with any of the entities on the Conflicts List, or known affiliates of those parties, the identities of such entities are set forth on Exhibit B attached hereto. If the Firm identifies any further such representations, the Firm shall make further disclosures as may be appropriate at that time.

7. Subject to Court approval, the Committee will seek to retain various professionals during the pendency of this case, including FTI Consulting, as financial advisors and Kilpatrick Stockton LLP, as legal counsel. The Debtor has retained Kirkland & Ellis LLP as counsel; BMC Group, Inc. as claims, noticing and balloting agent; Kinetic Advisors LLC as financial advisors and Plante & Moran, PLLC as independent auditors and accountants. NGE has represented, represents, and in the future will likely represent creditors and equity holders in cases unrelated to this Chapter 11 Case wherein one or more of the aforementioned firms have served as professionals.

8. NGE is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code in that, to the best of my knowledge, the Firm, its partners, of counsel and associates:

- a. are not creditors, equity security holders or insiders of the Debtor;
- b. are not and were not within 2 years before the date of the filing of the Debtor's chapter 11 petitions, a director, officer, or employee of the Debtor;
- c. are not and were not, within three (3) years before the date of the filing of the Debtor's chapter 11 petition, an investment banker for a security of the Debtor, or an attorney

for such investment banker in connection with the offer, sale or issuance of any security of the Debtor;

d. does not have an interest materially adverse to the interest of the Debtor's estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtor, or for any other reason, except as disclosed herein;

e. NGE represents Kirkland & Ellis LLP in connection with matters completely unrelated to this Chapter 11 case;

f. NGE represented Debtors' wholly owned subsidiary, Corus Bank, many years ago. The last time billed to Corus Bank was in August 1997; and

g. NGE represented Corus Bankshares over twenty (20) years ago with the billed to Corus Bankshares occurring in August 1990. In fact, the attorney who represented Corus Bankshares while at NGE, Joel Hurwitz, left NGE over four years ago.

9. The Firm has received no retainer from the Debtor or Committee or any payment, nor any promise of payment, during the one year period prior to the filing of the Debtor's petitions. No compensation has been paid or promised to be paid from a source other than the Debtor's estate in this Chapter 11 Case. No promises have been received by the Firm nor by any partners, of counsel or associates thereof as to compensation in connection with these Chapter 11 Case other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any other entity to share with such entity any compensation received by the Firm in connection with these Chapter 11 Case, except among the partners, of counsel and associates of the Firm. Neither the Committee nor its members (or any of their representatives) are or will be liable for fees or costs incurred by the Firm in its representation of the Committee.

10. The Firm intends to apply for compensation for professional services rendered in connection with these Chapter 11 Case in compliance with applicable provisions of the Bankruptcy Code and any orders entered by this Court, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by the Firm. The principal attorneys and paralegals presently designated to represent the Committee and their current standard hourly rates are:

- a. Mark A. Berkoff \$645.00 per hour
- b. Deborah M. Gutfeld \$460.00 per hour
- c. Nicholas M. Miller \$410.00 per hour
- d. Nina Taylor Brody \$240.00 per hour

11. The hourly rates set forth above are the Firm's standard hourly rates for work of this nature, which are subject to adjustment from time to time. These rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, mail and express mail charges, special or hand delivery charges, document retrieval, photocopying charges at the rate of \$.10 per page, travel expenses, expenses for "working meals," computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. The Firm will charge the Committee for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

12. NGE intends to work closely with the other professionals retained by the Committee in this Chapter 11 Case to ensure that there is no unnecessary duplication of services performed or charged to the Debtor's estate.



/s/ Mark A. Berkoff

Mark A. Berkoff

SWORN TO AND SUBSCRIBED before
me this 16th day of July, 2010


/s/ Leslie Owens

Notary Public

My Commission Expires: July 17, 2013



EXHIBIT A

Category

1. Debtor
2. Current and Recent Former Directors and Officers
3. Former Employees
4. Professionals
5. Shareholders
6. Taxing Authorities
7. Trust Preferred Securities Trustees
8. 20 Largest Unsecured Creditors
9. Vendors
10. United States Trustee, Judges, and Court Contacts for the Northern District of Illinois – Eastern Division (and Key Staff Members)

1. Debtors

Corus Bankshares, Inc.

2. Current and Recent Former Directors and Officers

Antal, Stephen J.

Buford, Robert

Callahan, Kevin

Curtis, Randy

Grob, Ryan

Lubeznik, Rodney

McClure, Michael

Minnaugh, Michael J.

Roberts, Peter

3. Former Employees

Dulberg, Michael

Glickman, Robert

Koretz, Rick

Manley, Paula

Nunez, Luis

Taylor, Tim

4. Professionals

Goodwin Procter LLP

Kaye Scholer LLP

Kilpatrick Stockton LLP

Kirkland & Ellis LLP

Kinetic Advisors LLC

Plante & Moran PLLC

FTI Consulting

BMC Corporation

Deloitte Tax
Sullivan & Cromwell
Mellon
Bowne
Hewitt
ADP
Mayer Brown

5. Shareholders

Abdula Family Partnership
Abel, Tyrus C.
Abramovitz, Jack
Abramovitz, Lucille B.
Albrecht, Jane
Allen, Kathleen J.
Anderson, Correne V.
Anderson, Gordon A.
Anderson, Robert A.
Armstrong, Gerald R.
Bayer, Rudolph C.
Bernstein, Benjamin
Bidochka, Ronald M.
Biebuyck, Paula J.
Birnberg, Gary
Birnberg, Joanne
Birnberg, Reuben
Blake, Janice B.
Blake, Kenneth E.
Bookheim, Louis W., III
Brach, Donna J.
Braun, Mary Ann
Broggi, Charles M.
Bronstein, Joel R.
Bruzek, Emil
Burkett, Perry C.
Burns, Barton C.
Cahow, Harold T.
Canyon State Life Insurance Co.
Carlin, Ingrid
Castleman, Linda
Cedar, David A.
Cede & Co.
Coast Life Insurance Co.
Colvin, Lynn M.
Colvin, Ronald H.
Conrad, Cyril A.

Cronin, Susan
Dalton, Deborah A.
Davis, Josh
Desnick, Milton
Dibble, Cynthia W.
Ditlove, Dennis
Ditlove, Nancy
Dotto, Robert L.
Eccles, G. Stephen
Eisel, Edward J.
Eliot, Allen E.
Eliot, Lise S.
Fassbind, Carl
Feeney, Kevin
Feurzeig, Alberta L.
Fingerman, David
Fink, Joel R.
First Clearing LLC
Fisher, Cynthia
Fong, Ronald G.
Frumkin, Leonard
Gardner, Brayden Allen
Gibson, Yong
Giesberger, Liesbeth
Gilbert, Aidan D.
Gindorff, Mary
Glickman, Anne W.
Glickman, Caryn
Glickman, Hardy
Glickman, Joseph C.
Glickman, Marnie Rose
Glickman, Robert J.
Goldman, Shari
Good, Eleanor H.
Goodman, Marilyn E.
Goodstein, Shirley
Gordon, Pearl
Graupner, Bonnie J.
Gregg, Bernard M.
Grounds, Harry C.
Haim, Susan
Hans, Abby L.
Hans, Sharyl A.
Hansen, Terry A.
Hartman, Kathleen
Hauf, Carol W.

Helleckson, Dwain D.
Hernandez, Esau
Hoffman, Jay F.
Hoime, Kristen M.
Hork, Murial P.
Horwitz, Harriet C.
Hotvedt, Arthur L.
Johnson, Charles R.
Johnson, Phyllis M.
Johnson, Samuel E.
Jones, Stanley H.
Kalfadelis, Charles
Kalina, Mark D.
Kalina, Robert C.
Kalina Terrance M.
Kalina, Todd J.
Kanner, Marguerite Moukalian
Keenan, Terence W.
Keller, Leonard M.
Kelly, Hubert P.
Kelly, Michael J.
Kessler, Brandon
Kloss, Donald
Klossner, Barbara A.
Knipers, August
Kowalski, Thomas R.
Krakau, Floyd M.
Krebsbach, Urban P.
Kroeplin, William F.
Larios, Guadalupe M.
Latawiec, Chester W.
Lebowitz, Harold
Leder, Morton
Lepor, Julie
Levoir, Kenneth C.
Levoir, Michael R.
Levoir, Patrick J.
Levoir, Thomas A.
Levoir, William J.
Long, Robert A.
Lorr, Alan J.
Lubeznick, Jack Steven
Mann, Harriet S.
Mann, Paul S.
Martin, Marilyn Klehm
Martin, Thomas

Mary Ann G. McMorrow Trust
McCormick, Alvin W.
McParland, John E.
McQueen, Michael
Millegan, James W.
Miller, Richard L.
Mizgalski, Paul J.
Moel, Hardye S.
Moukalian, Mary
Mueller, Matt
Murawski, William J.
Natkin, Gerald L.
Nelson, Justin
Nicol, Herbert C.
Nicosia, Gina M.
Nisson, Rube N.
Norris, J. Martin
Nye, Marguerite F.
Organ, Joseph Jr.
Panton, John H.
Pearson, Richard G.
Peralta, Joseph
Perkins, Becky
Perkins, Carol L.
Perkins, Michael
Perkins, Patsy
Phillips, Mary Kay
Plinski, Darleen M.
Plitman, Michael
Pokoyoway, Robin A.
Predd, Marilyn
Propper, Cathy
Propper, Janice S.
Rubenstein, Lee
Rubenstein, Marlene
Ruffolo, Fiore J.
Safirstein, Ronald
Salloway, Louis
Salloway, Michael M.
Schapiro, Jeremiah
Scheerer, John
Schlavin, Robert E.
Schlumpberger, E. James
Schmaus, Robert L.
Schneider, Doris E.
Segal, Mara Clair

Serber, Marilyn D.
Serber, Paul
Shapiro, Paul
Shobowale, Olatokumbo
Siker, Marcia
Slonina, Larry
Smith, Anthony
Smith, Dorothy A.
Smith, Linda Joyce
Smith, Thomas Steven
SNL Securities LLC
Solomon, Joel C.
Song, Charles CS
Spaulding, Robert A.
Stoltman, Donna K.
Stroyny, Ann
Stroyny, Stephan
Studney, Bridget M.
Sullivan, Patrick Michael
Tarshish, Heidi S.
Tengdin, Robert C.
Upham, Millard
Uselman, Cynthia J.
Van Bellinger, Daniel
Veidel, Joseph
Vlach, Anna M.
Vos, Ralph R.
Watkins, Deborah S.
Westby, Allen E.
Wilensky, Alan J.
Wilharm, Charles F.
Wiltenmuth, Harold C.
Wolf, Marshall
Wolfe, Diane Eve
Wrobel, Joanne H.
Yarosh, Sheri Salloway

6. **Taxing Authorities**
Arizona Department of Revenue
California Franchise Tax Board
Illinois Department of Revenue
Indiana Department of Revenue

7. **Trust Preferred Securities Trustees**
BNY Mellon
LaSalle Bank

US Bank N.A.
Wells Fargo Delaware Trust Co.
Wilmington Trust Co.

8. 20 Largest Unsecured Creditors

U.S. Bank National Association, as Statutory Trustee for Corus Statutory Trust I
The Bank of New York, as Statutory Trustee for Corus Statutory Trust II
U.S. Bank National Association, as Statutory Trustee for Corus Statutory Trust III
The Bank of New York, as Statutory Trustee for Corus Statutory Trust IV
U.S. Bank National Association, as Statutory Trustee for Corus Statutory Trust V
The Bank of New York, as Statutory Trustee for Corus Statutory Trust VI
Wilmington Trust Company, as Statutory Trustee for Corus Statutory Trust VII
The Bank of New York, as Statutory Trustee for Corus Statutory Trust VIII
The Bank of New York, as Statutory Trustee for Corus Statutory Trust IX
Wilmington Trust Company, as Statutory Trustee for Corus Statutory Trust X
LaSalle Bank, as Statutory Trustee for Corus Statutory Trust XI
Wells Fargo Delaware Trust Co., as Statutory Trustee for Corus Statutory Trust XII
Wilmington Trust Company, as Statutory Trustee for Corus Statutory Trust XIII
Regus Mana Group LLC
Flora Boemi
Harry L. Shapiro
Joel T. Harris
Marvin Strunk
Joseph Glickman
Bloomberg

9. Vendors

24 Seven Discovere LLC
Access Search Inc.
ADP
American Bank Note Co.
Antal Consulting LLC
Baker Tilly
Bank of America / Merrill Lynch
Bank of New York Mellon
Bowne of Chicago Inc.
Boyer-Rosene Moving & Storage Inc.
Broadridge ICS
Business Wire Inc.
Carey, Peter B.
Crains Chicago Business
CT Corp. System
D' Absolute
Deloitte Tax
Dorsey & Whitney LLP
Edens Express Inc.

Encore Discovery Solutions
Ernst & Young
Excel Graphics & Promotions, Inc.
FDIC
Foliofn Investments, Inc.
Hewitt Associates LLC
Hillard Heintze LLC
Hinshaw & Culbertson
Ice Systems Inc.
Iron Mountain
Katten Muchin Rosenman LLP
Kinetic Advisors LLC
Lake County Press Inc.
Lindquist & Vennum PLLP
Mayer Brown LLP
Mellon Investor Services LLP
Nasdaq Stock Market LLC
PR Newswire Association LLC
Pressley Jacobs Design Inc.
Proxy Services Corp.
Pure Compliance
Regus Corp.
Resources Global Professionals
RR Donnelley
Schopf & Weiss LLP
Sidley Austin LLP
Stetler & Duffy Ltd.
Sullivan & Cromwell LLP
Thomas Reuters
Towers Perrin
Williams Lea Inc.

9. United States Trustee, Judges, and Court Contacts for the Northern District of Illinois – Eastern Division (and Key Staff Members)

Black, Bruce W.
Cox, Jacqueline P.
Delaurent, Denise Ann
Doyle, Carol A.
Friedman, Richard C.
Gleason, Kathryn M.
Goldgar, A. Benjamin
Gulden, Cameron
Harvalis, Constantine
Hollis, Pamela S.
Rasnak, Sandra T.
Schmetterer, Jack B.

Schwartz, John D.
Silver, M. Gretchen
Sonderby, Susan Pierson
Squires, John H.
Sukley, Roman L.
Wedoff, Eugene R.
Wolfe, Stephen G.

EXHIBIT B

CORUS – RELATIONSHIP WITH NGE CURRENT/FORMER CLIENTS

| DEBTOR | NGE RELATIONSHIP | STATUS |
|---|--|--|
| CORUS BANKSHARES, INC. | NGE represented Debtors' wholly owned subsidiary, Corus Bank, many years ago. The last time billed to Corus Bank was in August 1997; and NGE represented Corus Bankshares twenty years ago with the last time entries occurring in August 1990. In fact, the attorney who represented Corus Bankshares while at NGE, Joel Hurwitz, left NGE over four years ago. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| CURRENT AND RECENT FORMER DIRECTORS AND OFFICERS | | |
| Kevin Callahan | NGE may have represented Mr. Callahan in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| FORMER EMPLOYEES | | |
| Robert Glickman | NGE may currently represent and has represented Mr. Glickman in the past regarding matters unrelated to this chapter 11 case. The last invoice sent to Mr. Glickman was in October 2001. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| PROFESSIONALS | | |
| Kirkland & Ellis | NGE currently represents and has in the past represented Kirkland & Ellis in matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| SHAREHOLDERS | | |
| First Clearing LLC | In matters unrelated to this chapter 11 case, NGE is or was adverse to First Clearing LLC, an affiliate of Wells Fargo Delaware Trust Co. (a trust preferred securities trustee and member of the official committee of unsecured creditors). | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Joseph C. Glickman | NGE may currently represent and has represented Mr. Glickman in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |

| | | |
|--|--|--|
| | | |
| TAXING AUTHORITIES | | |
| N/A | N/A | N/A |
| TRUST PREFERRED SECURITIES TRUSTEES | | |
| BNY Mellon | In matters unrelated to this chapter 11 case, NGE is or was adverse to BNY Mellon and/or certain of its affiliates. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Wells Fargo Delaware Trust Co. | In matters unrelated to this chapter 11 case, NGE is or was adverse to certain affiliates of Wells Fargo Delaware Trust Co. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Wilmington Trust Company | In matters unrelated to this chapter 11 case, NGE is or was adverse to Wilmington Trust Company. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| LaSalle Bank | NGE represents Bank of America, which acquired LaSalle Bank, in matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| 20 LARGEST UNSECURED CREDITORS | | |
| Bloomberg | NGE represented Bloomberg Financial in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| VENDORS | | |
| Bank of America / Merrill Lynch | NGE currently represents and has represented Bank of America / Merrill Lynch in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Baker Tilly | NGE currently represents or may have represented Baker Tilly and/or its affiliates in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| CT Corp System | NGE currently represents or may have represented CT Corp System and/or its affiliates in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Lindquist & Venum | NGE currently represents or may have represented Lindquist & Venum in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |

| | | |
|---|---|--|
| Business Wire | Business wire is a subsidiary of Berkshire Hathaway. NGE currently represents Berkshire Hathaway and may have represented Berkshire Hathaway in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Ernst & Young | NGE currently represents or may have represented Ernst & Young in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| ADP Dealer Services | NGE has represented ADP Dealer Services in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Mayer Brown | NGE has represented Mayer Brown in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| DHL Airways | DHL Airways is an affiliate of Williams Lea Inc. NGE has represented Williams Lea Inc. in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| RR Donnelly | NGE has represented RR Donnelly in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| Katten Muchin | NGE has represented Katten Muchin in the past regarding matters unrelated to this chapter 11 case. | NGE does not believe this presents a conflict affecting its retention in this chapter 11 case. |
| UNITED STATES TRUSTEE, JUDGES, AND COURT CONTACTS FOR THE NORTHERN DISTRICT OF ILLINOIS – EASTERN DIVISION (AND KEY STAFF MEMBERS) | | |
| N/A | N/A | N/A |

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

| | | |
|--------------------------------------|---|---|
| In re: |) | Chapter 11 |
| |) | |
| CORUS BANKSHARES, INC., ¹ |) | Case No. 10-26881 |
| |) | |
| |) | Honorable Pamela S. Hollis |
| |) | |
| Debtor. |) | Hearing Date: August 3, 2010 at 11:00 a.m. |
| |) | Objections Due: July 27, 2010 at 4:00 p.m. |

**ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT OF
NEAL, GERBER & EISENBERG LLP AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
CORUS BANKSHARES, INC. RETROACTIVE TO JUNE 28, 2010**

This matter came before the Court on the Application for Entry of an Order Authorizing and Approving the Retention and Employment of Neal, Gerber & Eisenberg LLP as Counsel to the Official Committee of Unsecured Creditors of Corus Bankshares, Inc. Retroactive to June 28, 2010 (the "Application") and the Verified Statement of Mark A. Berkoff filed in support of the Application (the "Berkoff Affidavit") both filed by the Official Committee of Unsecured Creditors (the "Committee") for approval of Neal, Gerber & Eisenberg LLP's employment as counsel for the Committee in this case, pursuant to 11 U.S.C. § 1103(a), and Bankruptcy Rule 2014(a), and the Court being fully advised in the premises and having determined that the legal and factual bases set forth in the Application and the Berkoff Affidavit establish just cause for the relief granted herein;

¹ The Debtor in this chapter 11 case, along with the last four digits of the Debtor's federal tax identification number, is: Corus Bankshares, Inc. (3592). The location of the Debtor's corporate headquarters and the service address for the Debtor is: 10 S. Riverside Plaza, Suite 1800, Chicago, IL 60606.

THE COURT HEREBY FINDS THAT:

A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.

B. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

C. Notice of the Application (and service of the proposed order) was sufficient under the circumstances.

D. The Application and the Berkoff Affidavit are in full compliance with all applicable provisions of the Bankruptcy Code, the Bankruptcy Rules and the Local Rules of this Court.

E. Neal, Gerber & Eisenberg LLP does not hold or represent any interest materially adverse to the Committee, the Debtor's estate, or its creditors with respect to the matters upon which said law firm is to be engaged, and Neal, Gerber & Eisenberg LLP is a "disinterested person," as defined in § 101(14) of the Bankruptcy Code and as required by § 1103(b) of the Bankruptcy Code.

F. The retention and employment of Neal, Gerber & Eisenberg LLP in accordance with the Application and this Order is in the best interest of the Committee and the Debtor's estate.

IT IS HEREBY ORDERED THAT:

1. The Application is hereby APPROVED.

2. Capitalized terms not otherwise defined herein shall have the meanings given to them in the Application.

3. The Committee is authorized to retain and employ Neal, Gerber & Eisenberg LLP as its counsel, pursuant to §§ 328 and 1103 of the Bankruptcy Code, retroactive to June 28, 2010.

4. Neal, Gerber & Eisenberg LLP shall be compensated for such services and reimbursed for any related expenses as provided in the Application, and in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and any additional procedures that may be established by this Court.

5. This Order is a final Order and is effective immediately.

Dated: August 3, 2010

Honorable Pamela S. Hollis
United States Bankruptcy Court Judge