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I. Admission

<u>Profession</u>	<u>Accrediting Agency or Jurisdiction</u>	<u>Date of Admission</u>
Attorney	New York State	February 9, 1973
	United States District Court Southern District of New York	July 1, 1973

II. Professional Organizations

<u>Organization</u>	<u>Date of Admission</u>	<u>Active/Inactive</u>
American Bar Association	1973	Yes
New York City Bar	1991	Yes
American Bankruptcy Institute	1998	Yes

III. General Professional Experience

I am a partner in the law firm of Troutman Sanders LLP, resident in the New York City office. Prior to joining Troutman Sanders I practiced at the following law firms: Whitman & Ransom (associate and partner), Whitman Breed Abbott and Morgan (partner), Winston & Strawn (partner), and Jenkins & Gilchrist Parker Chapin LLP (partner). I have more than 40 years of experience representing bondholders, indenture trustees, official creditors' committees, ad hoc committees of secured bondholders, unsecured bondholders and unsecured creditors, debtors, lenders, lessors, lessees, licensees of intellectual property, trade creditors, acquirers of assets and other parties-in-interest in reorganization proceedings and out-of-court restructurings. I have experience in representing holders of derivative instruments, including forward contracts and swap agreements, in proceedings under the Bankruptcy Code and in stockbroker and commodity broker liquidation proceedings.

IV. Pertinent Mediation Experience

In the chapter 11 case of Rocky Mountain Helicopters, Inc., I represented the debtor in mediations with its secured creditors relating to the treatment of their claims under the plan of reorganization. In the Cross Media Marketing Corporation case, I represented a creditor in the mediation of an avoidance action brought by the trust administrator of the creditor trust seeking avoidance and recovery of payments received by the creditor as preferential or fraudulent transfers. In the LandAmerica Financial Group, Inc. (“LFG”) chapter 11 case I represented the indenture trustee for unsecured debentures, as a member of the Official Committee of Unsecured Creditors of LFG (the “LFG Committee”) in the court ordered mediation between the LFG Committee and the Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. (“LA 1031 Exchange”) concerning, among other things, the allocation to the creditors of LFG and LA 1031 Exchange, respectively, of recoveries from certain litigations under the plan of reorganization.

V. Mediation Training

I completed the American Bankruptcy Institute/St. John’s University School of Law Bankruptcy Mediation Program, December 8-12, 2013 (40 Hours).

VI. Pertinent Bankruptcy Training

I have represented clients in some of the largest and most complex bankruptcy cases, as well as many middle market cases.

In the Enron Corp., et al. chapter 11 cases, I represented the Ad hoc Committee of Yosemite/CLN Noteholders in all aspects of the case with respect to their claims against Enron North America Corp. (“ENA”) and Enron Corp. (“Enron”). In that case, I participated as my client’s representative on the ENA Subgroup which, among other things, negotiated the treatment of the claims of ENA creditors under the plan of Enron and its affiliated debtors.

In the Senior Living Choices, Inc. chapter 11 case I represented an ad hoc committee of holders of bonds issued by an industrial development authority that were secured by the assets of a continuing care retirement community. In that case the bondholders’ competing plan of reorganization was confirmed.

In the Ames Department Stores, Inc. (“Ames”) chapter 11 case, I represented the holders of mortgage bonds issued by certain Ames subsidiaries and guaranteed by Ames. We successfully sought the appointment of an official committee of subsidiary unsecured creditors. The subsidiary creditors’ committee negotiated the treatment of the unsecured claims of subsidiary creditors under the plan of reorganization of Ames and its debtor subsidiaries. Other ad hoc bondholder committee representations in chapter 11 cases included G. Heileman Brewing Company, Inc., Fishers Big Wheel, Inc. and Highland Superstores, Inc.

I represented the official committee of unsecured creditors in the American Pad & Paper, LLC, Hedstrom Holdings, Inc. and eLot, Inc. chapter 11 cases.

I represented the debtor in the Perkins and Marie Callender's, Inc., Rocky Mountain Helicopters, Inc. and Andover Togs, Inc. chapter 11 cases.

I represented the Official Committee of Equity Security Holders in the Public Service Company of New Hampshire chapter 11 case, and the Official Committee of Retirees in the Lone Star Industries, Inc. chapter 11 case.

In the Adelphia Business Solutions, Inc. chapter 11 case I represented the debtor-in-possession lender.

I represented the indenture trustee for the Floating Rate First Priority Senior Secured Notes and Collateral Agent for First Priority Debt in the ION Media Networks, Inc., et al. chapter 11 cases, the indenture trustee for convertible senior debentures in the LandAmerica Financial Group, Inc., et al. chapter 11 cases, the indenture trustee for convertible senior subordinated notes in the Apex Silver Mines Limited, et al. chapter 11 cases and the indenture trustee for bonds secured by liens on the hotel and assets of the entity that operated the casino in The Claridge Hotel and Casino Corp., et al. chapter 11 cases. Other indenture trustee representations included The Penn Traffic Company, The Lionel Corporation, Johns-Manville Corporation, Frontier Airlines, Inc., Continental Airlines, Inc., SPI Holdings, Inc., Spectravision, Inc., Equity Funding Corporation of America, W.T. Grant Company and White Motor Corp. cases.

I represented holders of equipment trust certificates or lessors in leveraged leasing transactions in the Midway Airlines, Inc., Itel Corporation, Itel Rail Corporation, North American Car Corporation and CIS Corporation cases.

I represented acquirers of assets including the following: in the Mirant Corp. et al. chapter 11 case, the acquirer from Mirant New York, Inc. of its 100% membership interest of Mirant NY-Gen LLC, the owner of five hydroelectric power plants in upstate New York; in the Tyringham Holdings, Inc. chapter 11 case, the stalking horse bidder for the assets of two retail jewelry firms; and in the Calpine Corporation chapter 11 case, a bidder for an unfinished power plant who received a court approved multi-million dollar bidding incentive fee.

I represented both domestic and foreign companies that were counterparties to forward contracts, swap agreements or foreign currency transactions with respect to their claims against Lehman Brothers Holdings, Inc. and its affiliated debtors and Lehman Brothers, Inc., as well as domestic and foreign customers of Lehman Brothers, Inc. and MF Global, Inc. with respect to their customer and general creditor claims.

VII. General Pertinent Business or Legal Experience

I have experience in representing clients in all types of secured and unsecured financing transactions, including, revolving and term loans, public and private debt securities, municipal bonds, leveraged leases, project finance, and equipment financings in bankruptcy cases, restructurings and otherwise. I participated in the drafting of the Revised Model Simplified Indenture as a member of the ABA Committee on Trust Indentures and Indenture Trustees. I bring my knowledge of debt transactions to my bankruptcy practice. I provide advice to clients with respect to the treatment of forward contracts, swap agreements and other financial contracts under the Bankruptcy Code and other U.S. insolvency statutes.

I have been listed among the top bankruptcy attorneys in Manhattan by Super Lawyers and recognized as an AV peer-rated attorney in Martindale Hubbell. As set forth below, I have authored articles on a variety of bankruptcy topics and have been a panelist at meetings of the American Bar Association, International Bar Association and National Association of Bond Lawyers. The publications and certain speaking engagements are listed below.

Publications

“The Continuing Search for Indubitable Equivalence”, *Norton Annual Survey of Bankruptcy Law*, 2013.

“Orderly Liquidation Authority: A New Insolvency Regime to Address Systemic Risk” *University of Richmond Law Review*, Vol. 45, No. 4 (May 2011).

“Is Philadelphia Newspapers, LLC Decision the Death Knell to Credit Bidding in a Sale Under a Plan?” *Norton Journal of Bankruptcy Law and Practice*, Vol. 18, No. 3 (2009).

“The Absolute Priority Rule Revisited – How Absolute Is It?” *Norton Journal of Bankruptcy Law and Practice*, Vol. 18, No.3 (2009).

“Mandatory Subordination Has its Limits,” *Norton Annual Survey of Bankruptcy Law*, 2007.

“Equitable Subordination’s New Frontier: No Equity For Good Faith Transferees” *Norton Journal of Bankruptcy Law and Practice*, Vol. 15, No. 3 (2006).

“In re Armstrong World Industries, Inc.: Absolute Priority Reigns Supreme” *Annual Survey of Bankruptcy Law*, 2005.

“Director and Officer Liability Policies – Will the Proceeds be Available to the Debtor Estate?” *2003 Annual Survey of Bankruptcy Law*.

“Adventures in Subordination, An Uncertain Terrain,” *2002 Annual Survey of Bankruptcy Law*.

Speaking Engagements

Speaker, University of Richmond Law Review’s 2011 Allen Chair Symposium, presenting on the Orderly Liquidation Authority under the Dodd-Frank Wall Street

Reform and Consumer Protection Act, April 6, 2011.

Speaker, ABA Bankruptcy Committee Webinar, “The New Financial Reform Act; What Does It Mean? Dodd-Frank Act Regulation of Over-the-Counter Derivatives”, August 11, 2010.

Speaker, Troutman Sanders LLP Webinar, “The Dodd-Frank Wall Street Reform and Consumer Protection Act, Title II-Orderly Liquidation Authority”, July 29, 2010.

Speaker, IECA Summer 2005 Meeting, Presentation to the Gas, Liquid & Electricity Credit Group entitled “The 2005 Bankruptcy Act: Forward Contracts, Swap Agreements and Master Netting Agreements, Oh My!”