

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

)	
In re:)	
)	
SW BOSTON HOTEL VENTURE LLC,)	Chapter 11
<i>et al.</i>)	Case No. 10-14535-JNF
)	
Debtors.)	
)	<i>(Jointly Administered)</i>

**MOTION OF DEBTORS AND DEBTORS-IN-POSSESSION
FOR ORDER PURSUANT TO RULE 1007 OF THE FEDERAL
RULES OF BANKRUPTCY PROCEDURE EXTENDING THE TIME
TO FILE SCHEDULE OF ASSETS AND LIABILITIES, STATEMENT OF
FINANCIAL AFFAIRS AND LIST OF EQUITY SECURITY HOLDERS
*(Expedited Determination Requested)***

SW Boston Hotel Venture LLC (“SW Boston”), General Trading Company (“General Trading”), Frank Sawyer Corporation (“Sawyer Corporation”), 100 Stuart Street LLC (“Stuart Street”) and Auto Sales & Service, Inc. (“Auto Sales” and together with SW Boston, General Trading, Sawyer Corporation and Stuart Street the “Debtors”), request that the Court enter an order pursuant to Rule 1007(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and MLBR 1007-1(h), granting the Debtors an extension to May 26, 2010, of the time to file their schedules of assets and liabilities, statements of financial affairs, and lists of equity security holders (collectively the “Schedules”). The Debtors require additional time to prepare the Schedules and no party will be prejudiced by the relief requested as the meeting of creditors pursuant to 11 U.S.C. §341 is not scheduled to occur until June 1, 2010. In support of this motion, the Debtors aver as follows:

JURISDICTION AND VENUE

1. The Court has subject matter jurisdiction to consider and determine this Motion pursuant to 28 U.S.C. § 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408.

2. The statutory predicates for the relief requested in this motion are Sections 105 and 521(a)(1)(B) of the Bankruptcy Code, Bankruptcy Rule 1007(c) and MLBR 1007-1(h).

BACKGROUND

3. On April 28, 2010 (the “Petition Date”), the Debtors each filed voluntary petitions under Chapter 11 the United States Bankruptcy Code (“Bankruptcy Code”) in the United States Bankruptcy Court for the District of Massachusetts (the “Court”).

4. The Debtors continue to operate as debtors in possession pursuant to Sections 1107 and 1108 of the Code. As of the date of this application, no official committee of creditors has been appointed in any of the Debtors’ cases.

5. The W Boston Hotel and Residences project (the “Project”) opened on October 29, 2009, and comprises a 350,650 square foot, 26-story building located at 100 Stuart Street in the heart of Boston’s Theatre District. The Project contains the 235–room, four-star Hotel, the 122 condominium units, and a two-level underground parking garage with capacity for 142 vehicles (the “Garage”).

6. The Project was designed by the internationally-known architectural firm of William Rawn and Associates Architects, together with the architect of record TRO/Jung Brannen, Inc.

7. The Hotel is branded as a “W” Hotel – the only W Hotel in New England – and serves Boston’s many national and international business travelers and tourists. The Hotel is

operated by Starwood Hotels and Resorts Worldwide, Inc. (“Starwood”) through its affiliate, W Hotel Management, Inc. (the “Hotel Operator”). The Hotel includes a retail store operated by Wink Retail Group, Inc., an affiliate of Starwood, a signature restaurant operated by Cullinary Concepts (Boston) LLC (the “Restaurant Operator”) at a prominent location along Tremont Street, and will also include a second floor spa with a first floor entrance and related retail space on the Stuart Street side of the Project (the “Spa”). The Hotel is also planned to include a below-grade theme bar/lounge with an entrance adjacent to the spa entrance on Stuart Street (the “Theme Lounge”). The Spa is in the final stages of construction and the Theme Lounge is planned to open in the fall. The Hotel Operator will operate the Spa and the Theme Lounge.

8. The Hotel restaurant, Market by Jean-Georges Vongrichten, is a 6,000 square foot, first-class, full-service restaurant that occupies the entire first floor of the Hotel along Tremont Street. Market is an important amenity for the city’s visitors and theatre-goers.

9. The condominium units consist of 122 studio, one (1), two (2) or three (3) bedroom luxury condominium units. The list prices for the condominium units range from \$600,000 to over \$4,000,000.

10. The Debtors filed these cases in order to preserve the value of their assets and their opportunity to reorganize.

11. The Debtors’ initial debtor conference with the Office of the United States Trustee was held on May 6, 2010.

12. A creditors’ committee formation meeting is scheduled for June 13, 2010.

13. The Section 341 meeting of creditors has been scheduled for June 1, 2010 at 12:30 p.m. (EST).

14. The deadline for the Debtors to file their Schedules is May 13, 2010.

RELIEF REQUESTED

15. Pursuant to Section 521 of the Bankruptcy Code and Bankruptcy Rule 1007(a) and (c), the Debtors are required to file their Schedules within fourteen (14) days after the Petition Date. The Debtors request that this Court enter an order extending the deadline for the filing of the Schedules to May 26, 2010.

**Cause Exists to Extend the Deadline
for Filing the Debtors' Schedules**

16. Bankruptcy Rule 1007(c) gives the Court the power to grant extensions of time for the filing of the Schedules for cause shown. See Fed. R. Bankr. P. 1007(c). Cause exists to grant the extension requested herein.

17. In order to prepare complete and accurate Schedules, the Debtors must gather and review a substantial amount of information and numerous documents. The collection of the necessary information and compilation of the Schedules will require an expenditure of time and effort on the part of the Debtors and their professionals. Although efforts have been made to complete the Schedules within the period allowed, given the pressing administrative and procedural issues inherent at the outset of this large bankruptcy proceeding, the Debtors will not be in a position to complete the Schedules within the time specified in Bankruptcy Rule 1007(c). The Debtors and their professionals require the requested extension to ensure the accuracy and completeness of their Schedules.

18. Since the Petition Date, the Debtors' management has devoted significant time and effort towards addressing the multitude of issues that arise at the outset of all large Chapter 11 cases and working closely with the Debtors' professionals, potential condominium purchasers, contractors, vendors and other parties-in-interest in order to ensure that the Debtors' operations continue with as little interruption as possible. The Debtors' management and

professionals have also expended significant time preparing and addressing responses to the Debtors' first-day motions. These efforts have taken time away from the preparation of the Schedules.

19. The Section 341 meeting of creditors is scheduled for June 1, 2010. If the requested extension is granted, the United States Trustee and other parties-in-interest will have sufficient time to review the Schedules before the Section 341 meeting of creditors or the proposed sales. As a result, the Debtors submits that no party in interest will be prejudiced by the brief extension requested in this motion.

EXPEDITED DETERMINATION

20. Pursuant to MLBR 9013-1(g), the Debtors request expedited determination of this motion, as the current deadline to file the Schedules is less than seven (7) days from the date of this motion.

21. The Debtors have informed the Office of the United States Trustee that they intend to extend the time to file the Schedules

NOTICE

22. The Debtors have served a copy of this motion by this Court's CM/ECF System and/or by first-class mail, electronic mail or facsimile on: (a) the Office of the United States Trustee; (b) all of the Debtors' creditors and known counsel; and (c) all parties who have filed a notice of appearance and request for documents in this case. In light of the nature of the relief requested herein, the Debtors submits that no other or further notice is required.

WHEREFORE, the Debtors respectfully request that this Court enter an Order, on an expedited basis: (a) extending to May 26, 2010 the deadline for the Debtors to file their Schedules; and (b) granting to the Debtors such other and further relief as the Court deems just and proper in the circumstances.

Respectfully submitted,

AUTO SALES & SERVICE, INC., GENERAL
TRADING COMPANY, FRANK SAWYER
CORPORATION, 100 STUART STREET LLC and
SW BOSTON HOTEL VENTURE LLC

By their proposed counsel,

/s/ Christopher M. Condon

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Dated: May 7, 2010

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

<hr/>)	
In re:)	
)	
SW BOSTON HOTEL VENTURE LLC,)	Chapter 11
<i>et al.</i>)	Case No. 10-14535-JNF
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**ORDER EXTENDING THE TIME TO
FILE SCHEDULE OF ASSETS AND LIABILITIES,
STATEMENT OF FINANCIAL AFFAIRS, AND
LIST OF EQUITY SECURITY HOLDERS**

Upon the motion (the "Motion") of the above captioned debtors and debtors in possession (the "Debtors") for entry of an order extending the time to file their schedules of assets and liabilities, statement of financial affairs, and list of equity security holders (collectively, the "Schedules"); and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors, and other parties-in-interest; and upon the record established at the hearing; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and adequate notice of the motion having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause therefor; it is hereby:

ORDERED, that the Motion is granted; and it is further

ORDERED, that the deadline for the Debtors to file the Schedules, is extended to (and including) May 26, 2010.

Dated: _____, 2010

The Honorable Joan N. Feeney
United States Bankruptcy Judge