

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

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

**APPLICATION TO EMPLOY JAGER SMITH P.C. AS COUNSEL TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

The Official Committee of Unsecured Creditors (the “Committee”) of SW Boston Hotel Venture LLC (“SW Boston”), Auto Sales & Services, Inc. (“Auto Sales”), General Trading Company (“General Trading”) and 100 Stuart Street LLC (“Stuart Street” and together with SW Boston, Auto Sales and General Trading, the “Debtors”) hereby applies, pursuant to 11 U.S.C. § 327, Fed. R. Bankr. P. 2014 and MLBR 2014-1, for an order approving the Committee’s retention of Jager Smith P.C. (“Jager Smith”) as its counsel, effective as of May 13, 2010.

In support of this application, the Committee respectfully represents as follows:

1. On April 28, 2010, the Debtors each filed a *Voluntary Petition* for relief under Chapter 11 of Title 11 of the United States Code. Since that time, the Debtors have continued in the possession of their property and in the management of their businesses as debtors-in-possession pursuant to 11 U.S.C. §§ 1107 and 1108.
2. On May 13, 2010, the Office of the United States Trustee formed the Committee pursuant to 11 U.S.C. § 1102.
3. Immediately following its formation, the Committee selected Jager Smith to serve as its counsel.

3. The Committee selected Jager Smith as its counsel because of Jager Smith's experience and knowledge in the field of bankruptcy and creditors' rights. The Committee believes Jager Smith is well qualified to represent it as counsel in connection with the Debtors' cases.

4. The professional services to be rendered by Jager Smith to the Committee will include, but will not necessarily be limited to, the following:

a. advising the Committee and representing it with respect to proposals and pleadings submitted and/or filed with the Court;

b. advising the Committee with respect to any plan or plans of reorganization and/or liquidation, or any disposition of assets proposed in this case;

c. drafting pleadings, attending hearings, and generally advocating the positions of the Committee;

d. assisting in the examination of the Debtors' affairs and in the review of their operations;

e. advising the Committee as to the progress of the Debtors' Chapter 11 cases; and

f. performing such other professional services as are necessary for the Committee to carry out its duties under, *inter alia*, 11 U.S.C. § 1103.

6. The individuals presently designated to represent the Committee include Bruce F. Smith, a partner whose hourly billing rate is \$500.00, Steven C. Reingold, a partner whose hourly billing rate is \$400.00, Michael J. Fencer, a partner whose hourly billing rate is \$400.00, Brendan C. Recuperio, a senior associate whose hourly billing rate is \$375.00, and certain paralegals and law clerks, the hourly billing rates for who range from \$150.00 per hour to

\$200.00 per hour. As agreed to with the Committee, the blended hourly rate will not exceed \$440.00 per hour for any given billing period.

7. The hourly rates stated herein are subject to periodic adjustment to reflect economic and other conditions, and to reflect such persons' experience and expertise in this area of law. Jager Smith will make periodic applications to the Court for interim compensation and understands that any compensation for services rendered or reimbursement for expenses incurred will be subject to approval by the Court.

8. 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 others, telecopier charges, mail and express mail charges, photocopying charges and computerized research. The firm will charge the Committee for those expenses in a manner and at rates consistent with the local rules of this Court and the charges made generally to the firm's other clients.

9. The Committee believes that it is necessary to employ Jager Smith to render the professional services described above to the Committee, and that without such professional assistance, neither the Committee's evaluation of the operations of the Debtors nor its meaningful participation in the Debtors' cases would be possible.

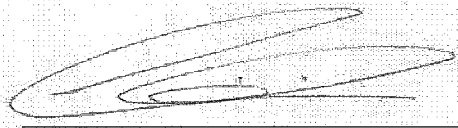
10. To the best of the Committee's knowledge, based on the *Affidavit of Bruce F. Smith* submitted herewith, Jager Smith and its partners and associates do not hold or represent any interest adverse to the interests represented by the Committee, and Jager Smith, and each of its members and associates is a "disinterested person" within the meaning of 11 U.S.C. § 101(14).

11. Approval of this application as of May 13, 2010 is permissible and appropriate under MLBR 2014-1(d), since this motion is filed within fourteen days of the Committee's retention of Jager Smith.

WHEREFORE, the Committee respectfully requests that this Court enter an order (i) approving the Committee's employment of Jager Smith as its counsel, effective as of May 13, 2010; and (ii) granting to the Committee such other and further relief as the Court deems just and proper.

OFFICIAL COMMITTEE OF
UNSECURED CREDITORS

By:



Andrew Ceitlin, Esq., Chairperson
Bovis Lend Lease LMB, Inc.

Dated: May 21, 2010

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
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SW BOSTON HOTEL VENTURE LLC, <i>et al.</i> ,)	Case No. 10-14535-JNF
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Debtors.)	(Jointly Administered)
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AFFIDAVIT OF BRUCE F. SMITH

I, Bruce F. Smith, hereby make oath and depose as follows:

1. I am an attorney duly admitted to practice in the Commonwealth of Massachusetts and in this Court.
2. I am a partner in the law firm of Jager Smith P.C. (“Jager Smith”), which maintains offices for the practice of law at One Financial Center, Boston, Massachusetts 02111 and at 485 Madison Avenue, 20th Floor, New York, New York 10022.
3. The Official Committee of Unsecured Creditors (the “Committee”) of SW Boston Hotel Venture LLC (“SW Boston”), Auto Sales & Services, Inc. (“Auto Sales”), General Trading Company (“General Trading”) and 100 Stuart Street LLC (“Stuart Street” and together with SW Boston, Auto Sales and General Trading, the “Debtors”) has requested that Jager Smith serve as the Committee’s counsel in these cases. Jager Smith commenced its service on behalf of the Committee on May 13, 2010.
4. To the best of my knowledge after due inquiry, neither I nor any other partner or associate of Jager Smith represents any interest adverse to the Debtors’ estates or to the creditors of the Debtors.

5. Neither I nor the law firm of Jager Smith has any connection with the Debtors, their creditors, the United States Trustee, employees of the office of the United States Trustee, or any other party in interest herein or other attorneys or accountants of such parties in interest.

6. Jager Smith appears in many cases, proceedings and transactions involving different attorneys, financial consultants and investment bankers, some of whom may now or in the future represent an interested party in this case. From time to time, Jager Smith will review its disclosures and, in the event that additional material connections are discovered, Jager Smith will disclose such information to the Court.

7. Jager Smith has not represented any creditor of the Debtors with respect to the claims against the Debtors.

8. To the best of my knowledge, I and each member, associate and employee of Jager Smith is a "disinterested person" as that term is defined in 11 U.S.C. § 101(14).

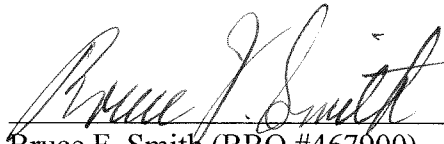
9. No compensation to be paid for the services rendered in this case by Jager Smith as counsel to the Committee will be shared with any other person except among the members and staff of Jager Smith.

10. Jager Smith has not received any retainer in connection with this case. Pursuant to Jager Smith's agreement with the Committee, Jager Smith will provide to the Committee regular statements showing the services performed and expenditures made, as well as the cumulative costs of such services and expenditures.

11. I shall amend this statement immediately upon learning that (a) any of the within representations are incorrect; or (b) there is any change of circumstances relating thereto.

12. I have reviewed the provisions of Rule 2016-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the District of Massachusetts.

I declare under the penalty of perjury that the foregoing is true and correct.

A handwritten signature in cursive script, appearing to read "Bruce F. Smith", is written over a horizontal line.

Bruce F. Smith (BBO #467900)

JAGER SMITH P.C.

One Financial Center

Boston, Massachusetts 02111

telephone: (617) 951-0500

facsimile: (617) 951-2414

email: bsmith@jagersmith.com

Dated: May 21, 2010

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
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Debtors.)	(Jointly Administered)
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DECLARATION REGARDING ELECTRONIC FILING

PART I – DECLARATION OF AFFIANT

I, Andrew Ceitlin, hereby declare under penalty of perjury that all of the information contained in the *Application to Employ Jager Smith P.C. as Counsel to the Official Committee of Unsecured Creditors* (the “Application”), filed electronically, is true and correct. I understand that this declaration is to be filed with the Clerk of the Court electronically concurrently with the electronic filing of the Application. I understand that failure to file this declaration may cause the Application to be struck and any request contained or relying thereon to be denied, without further notice.

I further understand that pursuant to Massachusetts Electronic Filing Local Rule 7(a) all paper documents containing original signatures executed under the penalties of perjury and filed electronically with the Court are the property of the bankruptcy estate and shall be maintained by the authorized CM/ECF Registered User for a period five (5) years after the closing of this case.



Andrew Ceitlin

Dated: May 24, 2010

PART II – DECLARATION OF ATTORNEY

I certify that the affiant signed this form before I submitted the Application, I gave the affiant a copy of the Application and this declaration, and I have followed all other electronic filing requirements currently established by local rule and standing order. This declaration is based on all information of which I have knowledge and my signature below constitutes my certification of the foregoing under Fed. R. Bankr. P. 9011. I have reviewed and will comply with the provisions of Massachusetts Electronic Filing Local Rule 7.

/s/ Bruce F. Smith

Bruce F. Smith

Dated: May 21, 2010

UNITED STATES BANKRUPTCY COURT
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ORDER AUTHORIZING THE EMPLOYMENT OF JAGER SMITH P.C. AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

Upon consideration of the application dated May 24, 2010 (the “Application”) of the Official Committee of Unsecured Creditors (the “Committee”) of SW Boston Hotel Venture LLC (“SW Boston”), Auto Sales & Services, Inc. (“Auto Sales”), General Trading Company (“General Trading”) and 100 Stuart Street LLC (“Stuart Street” and together with SW Boston, Auto Sales and General Trading, the “Debtors”), for an order authorizing the employment and retention of the law firm of Jager Smith P.C. (“Jager Smith”) as counsel to the Committee effective as of May 13, 2010, pursuant to Sections 328 and 1103(a) of Title 11 of the United States Code, (the “Bankruptcy Code”), Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the District of Massachusetts (the “Local Rules”); and upon consideration of the *Affidavit of Bruce F. Smith* (the “Smith Affidavit”) filed in support thereof; and the Court being satisfied based upon the representations made in Application and the Smith Affidavit that Jager Smith represents no interest adverse to the Committee or the Debtors’ unsecured creditors with respect to the matters upon which Jager Smith is to be engaged, that Jager Smith is a “disinterested person” as that term is defined under section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and that Jager

Smith's employment is necessary and is in the best interests of the Committee and the Debtors' unsecured creditors; and due and adequate notice of the Application having been given; and it appearing that no further or other notice is required; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED that:

1. The Application is GRANTED.
2. In accordance with sections 328 and 1103 of the Bankruptcy Code, the Committee is hereby authorized to retain and employ the law firm of Jager Smith as counsel on the terms set forth in the Application and the Smith Affidavit, effective as of May 13, 2010.
3. Jager Smith shall be entitled to an allowance of compensation and reimbursement of expenses upon the filing and approval of applications pursuant to the Bankruptcy Code, Bankruptcy Rules, the Local Rules and such other Orders as the Court may direct.
4. The Committee is authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
5. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation or implementation of this Order.

Dated: Boston, Massachusetts

_____, 2010

The Honorable Joan N. Feeney
United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
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SW BOSTON HOTEL VENTURE)	Case No. 10-14535-JNF
LLC, <i>et al.</i>)	
)	(Jointly Administered)
Debtors.)	
_____)	

CERTIFICATE OF SERVICE

I, Brendan C. Recupero, hereby certify that on this 24th day of May, 2010, I caused true copies of the *Application to Employ Jager Smith P.C. as Counsel to the Official Committee of Unsecured Creditors*, with *Affidavit of Bruce F. Smith* to be served upon the parties set forth on the attached service lists via first class mail postage prepaid, or via electronic mail as so indicated:

OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF
SW BOSTON HOTEL VENTURE LLC, *et al.*,

By its proposed attorneys,

/s/ Brendan C. Recupero

Bruce F. Smith (BBO No. 467900)
Steven C. Reingold (BBO No. 638349)
Michael J. Fencer (BBO No. 648288)
Brendan C. Recupero (BBO No. 645032)
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Dated: May 24, 2010

SW Boston Hotel Venture LLC, et al.
Case No. 10-14535-JNF
Service List

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