

UNITED STATES BANKRUPTCY COURT
DISTRICT OF RHODE ISLAND

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|---|-------------------------|
| _____) | Chapter 11 |
| In re) | |
|) | Case No. 09-12418 (ANV) |
| UTGR, INC. d/b/a TWIN RIVER <i>et al.</i> ,) | |
|) | Jointly Administered |
| Debtors.) | |
| _____) | |

**NOTICE OF FILING OF APPLICATION OF OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR ORDER AUTHORIZING EMPLOYMENT OF
BOYAJIAN, HARRINGTON & RICHARDSON AS LOCAL COUNSEL**

PLEASE TAKE NOTICE that a hearing (the “Hearing”) on the *Application of Official Committee of Unsecured Creditors for Order Authorizing Employment of Boyajian, Harrington & Richardson as Local Counsel* (the “Application”) will be held before the Honorable Arthur N. Votolato, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Rhode Island (the “Bankruptcy Court”), 380 Westminster Street, Providence, Rhode Island 02903, **on the next date set for an omnibus hearing in the Debtors’ jointly administered bankruptcy cases.** As of the filing of this Application a date for this omnibus hearing has not been set. The Official Committee of Unsecured Creditors anticipates that the next omnibus hearing will take place during the third week of August. The precise date will likely be set by the Bankruptcy Court on July 14, 2009.

PLEASE TAKE FURTHER NOTICE that any objections to the Application must comply with the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and the Local Bankruptcy Rules for the United States Bankruptcy Court for the District of Rhode Island (the “Local Bankruptcy Rules”), and must be set forth in a writing describing the basis therefor.

Additionally, all objections to the Application must be (a) filed with the Bankruptcy Court electronically by registered users of the Bankruptcy Court's case filing system, (b) delivered in hard copy form in an unsealed envelope to the chambers of the Honorable Arthur N. Votolato, United States Bankruptcy Judge, United States Bankruptcy Court for the District of Rhode Island, 380 Westminster Street, Providence, Rhode Island 02903 and marked "Chambers Copy" not later than the next business day following the date on which such objection is electronically filed, and (c) served by first class mail upon each of the following: (i) the Debtors and their counsel; (ii) the Office of the United States Trustee for the District of Rhode Island; (iii) applicable local, state and federal regulatory entities; (iv) counsel to the Administrative Agents for the First and Second Lien Lenders; (v) counsel to the equity sponsors; (vi) counsel to those certain contractors which have asserted mechanic's liens against the Debtors; (vii) the Internal Revenue Service; (viii) the Securities and Exchange Commission; and (ix) counsel to the Official Committee of Unsecured Creditors, so as to be actually received no later than **five days prior to the date of the next omnibus hearing date**. Only those objections that are timely filed, served and received will be considered at the Hearing. Failure to file a timely objection may result in the entry of a final order granting the Application.

OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF UTGR, INC. *et al.*

By its proposed attorneys,

/s/ Steven J. Boyajian

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and

Bruce F. Smith (admission *pro hac vice* pending)
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Dated: July 8, 2009

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APPLICATION OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ORDER AUTHORIZING EMPLOYMENT OF BOYAJIAN, HARRINGTON & RICHARDSON AS LOCAL COUNSEL

The Official Committee of Unsecured Creditors (the “Committee”) of UTGR, Inc., BLB Management Services, Inc. and BLB Worldwide Holdings, Inc. (collectively, the “Debtors”) hereby submits this application (“Application”) for the entry of an order authorizing the employment of the law firm of Boyajian, Harrington & Richardson (“BHR”), pursuant to Sections 328 and 1103(a) of Title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (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 for the United States Bankruptcy Court for the District of Rhode Island (the “Local Bankruptcy Rules”). In support of its motion, the Committee states as follows:

1. On June 23, 2009, the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. Since that date, the Debtors have continued in the possession of their assets and in the operation of their businesses as debtors-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

2. On June 30, 2009, the United States Trustee appointed the Committee to represent the interests of all unsecured creditors of the Debtors. During its first meeting immediately following its formation, the Committee selected Jager Smith to serve as lead counsel to the Committee and selected the law firm of BHR to serve as the Committee's local counsel.

3. By this Application, the Committee seeks an order authorizing the employment of BHR as local counsel to the Committee effective as of July 1, 2009.

4. The Committee selected BHR as its local counsel because these cases involve issues of bankruptcy law which BHR is well equipped to address on behalf of the Committee in conjunction with the Committee's proposed lead counsel, Jager Smith. Additionally, BHR has extensive experience in practicing before the Court and is intimately familiar with local practices and applicable local rules.

5. Subject to the direction of the Committee and further order of this Court, the professional services to be rendered by BHR to the Committee will include the following:

a. To serve as local counsel to the Committee in accordance with the local rules of the Bankruptcy Court and of the United States District Court for the District of Rhode Island; and

b. Performing such other professional services as are in the best interests of those represented by the Committee without unnecessary duplication of those services to be provided by Jager Smith in its capacity as lead counsel to the Committee.

6. BHR intends to work closely with lead counsel to the Committee, the Committee itself, and any other professionals the Committee may employ to ensure that there is no unnecessary duplication of services performed or charged to the Debtors' estate.

7. It is necessary for the Committee employ local counsel due to its proposed employment of Jager Smith as lead counsel.

8. To the best of the Committee's knowledge, except as disclosed in the accompanying affidavit of Steven J. Boyajian, BHR has had no prior connection with the Debtors, their creditors or any other party in interest. Upon information and belief, BHR does not hold or represent any interest adverse to the Debtors' estate or to the Committee or the creditors which the Committee represents in the matters upon which it has been and is to be engaged.

9. The Committee requests that this Court authorize the employment of BHR.

10. Subject to this Court's approval in accordance with Sections 330 and 331 of the Bankruptcy Code, and subject to the terms of any order that may be entered governing the compensation of professionals in these cases, compensation will be payable to BHR on an hourly basis, plus reimbursement of actual, necessary expenses incurred.

In light of the foregoing, the Committee respectfully requests that this Court enter an order authorizing the employment of BHR as local counsel.

OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF UTGR, INC. *et al.*

/s/ Lisa A. Geremia, Esq.

By: _____
Lisa A. Geremia, Esq. (Chairperson)
for Rhode Island Greyhound Owners Association

Dated: July 8, 2009

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AFFIDAVIT OF STEVEN J. BOYAJIAN

I, Steven J. Boyajian, on oath depose and state as follows:

1. I am an attorney employed by the law firm Boyajian, Harrington & Richardson (“BHR”), which maintains an office for the practice of law at 182 Waterman Street, Providence, Rhode Island 02906.

2. I submit this Affidavit in support of the *Application of Official Committee of Unsecured Creditors for Order Authorizing Employment of Boyajian, Harrington & Richardson as Local Counsel* (the “Application”), pursuant to which the Official Committee of Unsecured Creditors (the “Committee”) of UTGR, Inc., BLB Management Services, Inc. and BLB Worldwide Holdings, Inc. (collectively, the “Debtors”) seeks an order pursuant to Sections 328 and 1103 of Title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (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 for the United States Bankruptcy Court for the District of Rhode Island (the “Local Bankruptcy Rules”), authorizing the Committee to employ BHR as its local counsel effective July 1, 2009.

3. Unless otherwise stated, I have personal knowledge of the facts set forth herein. The information contained within this affidavit will be amended or supplemented if necessary

upon the discovery of further information.

4. As far as I have been able to determine BHR does not, represent any entities (or their attorneys or accountants) or have any connection with the Debtors, their creditors or any other party in interest herein, except as follows:

a. I represent a principal of McLaughlin & Moran, in his personal capacity in connection with a potential acquisition of a parcel of residential real estate.

5. From time to time, BHR will review its disclosures in these cases and, in the event that additional material connections are discovered, BHR will disclose such information to the Court.

5. BHR is a “disinterested person” as that term is defined in Section 101(14) of the Bankruptcy Code, in that BHR its shareholders and associates:

- a. are not creditors, equity security holders or insiders of the Debtors;
- b. are not and were not, within two years before the date on which the Debtors commenced these cases, directors, officers or employees of the Debtors; and
- c. do not have an interest materially adverse to the interests of the Debtors’ estate or of any class of the Debtors’ creditors or equity security holders, by reason of any direct or indirect relationship to, connection with or interest in the Debtors for any reason.

6. Based on the foregoing, insofar as I have been able to determine after diligent inquiry, I believe BHR does not hold or represent an interest adverse to the Debtors’ estate in matters upon which BHR is to be employed, and has no connections with the Debtors or other parties in interest, except as otherwise set forth herein.

7. Based upon the foregoing, I respectfully request that the Court grant the relief sought in the Application.

[SIGNATURE ON NEXT PAGE]

In re UTGR, Inc. d/b/a/ Twin River, et al.
Affidavit of Steven J. Boyajian

BK No. 09-12418
CHAPTER 11

/s/ Steven J. Boyajian
Steven J. Boyajian

STATE OF RHODE ISLAND
PROVIDENCE COUNTY

Sworn and subscribed to before me this eighth day of July, 2009.

/s/ Andrew S. Richardson
Notary Public