

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF RHODE ISLAND

In re:

UTGR, INC. d/b/a TWIN RIVER, et al.,¹

Debtors.

Chapter 11

Case No. 09-12418

Joint Administration Pending

MOTION FOR ENTRY OF APPEARANCE PRO HAC VICE

Creditor Merrill Lynch Capital Corp. ("Merrill"), a Delaware corporation, hereby moves, together with the attached certifications of its local counsel Edwards, Angell, Palmer & Dodge LLP and of George A. Davis and Scott J. Greenberg of Cadwalader, Wickersham a& Taft LLP ("CWT"), for the admission pro hac vice of George A. Davis and Scott J. Greenberg of CWT in the above-captioned cases as counsel on the following grounds:

- The case involves the following complex area of the law, in which pro hac vice counsel specializes: finance, restructuring and bankruptcy; and
 - Pro hac vice counsel's long-standing representation of the client and its affiliates since at least 1973 and since March 2008 with respect to these particular debtors.
2. In the interest of full disclosure, CWT states that Alexander Strom, a judicial law clerk employed by the Court, was formerly associated with CWT from April 11, 2005 through

¹ The Debtors in these chapter 11 cases are BLB Management Services, Inc., BLB Worldwide Holdings, Inc., and UTGR, Inc.

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April 6, 2007. Because Mr. Strom's tenure with CWT ended well before Merrill retained CWT in March of 2008, this former association should have no impact on these cases.

3. Local Counsel Requirement: Pursuant to LBR 9010-1(c), with the exception of representation as counsel to a debtor or trustee, an attorney may appear pro hac vice without a local attorney if the matter is uncontested. If, however, the matter is or becomes contested, then local counsel must enter an appearance at least five days before the scheduled hearing.

In consideration of the instant motion for admission pro hac vice, movant avers that local counsel is required in connection with this matter and a certification by local counsel is included with this motion.

Dated: June 23, 2009
Providence, Rhode Island

EDWARDS ANGELL PALMER & DODGE LLP

By: /s/ Edward J. Bertozzi, Jr.

Edward J. Bertozzi, Jr. (R.I. Bar ID # 1124)
2800 Financial Plaza
Providence, Rhode Island 02903
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Attorneys for Merrill Lynch Capital Corp.

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**ATTORNEY CERTIFICATION IN SUPPORT OF
MOTION FOR ADMISSION *PRO HAC VICE***

1. I, George A. Davis, certify that I am a member in good standing of the bar of the state of New York and of the federal district court bar(s) of the Southern District of New York, without any restriction on my eligibility to practice, and that I understand my obligation to notify this Court immediately of any change respecting my status in this respect.

2. I have never been disciplined or sanctions by any court or other body having disciplinary authority over attorneys; there are no disciplinary proceedings pending against me at this time; and I have never had my pro hac vice status revoked by any court. (If applicant has been sanctioned, disciplined or had any pro hac vice status revoked, please provide a full explanation.)

3. I have never been convicted of any crime other than minor traffic offenses. (If applicant has been convicted, please provide full explanation.)

4. I am currently admitted, and/or within the preceding 12 months have applied to be admitted, in the following bankruptcy and/or adversary proceeding cases in this district:

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None.

5. I have read, acknowledge, and agree to observe and to be bound by the local rules and orders of this Court, including the Rules of Professional Conduct of the Rhode Island Supreme Court, as adopted by this Court as the standard of conduct for all attorneys appearing before it.

6. For purposes of this case, I have associated with local associate counsel identified below, and have read, acknowledge, and will observe the requirements of this Court respecting the participation of local associate counsel, as set out in LBR 9010-1 and Local Rule 204 of the U.S. District Court, recognizing that failure to do so may result in my being disqualified, either upon the Court's motion or motion of other parties in the case.

Dated: June 23, 2009
New York, New York

By: /s/ George A. Davis
George A. Davis (*pro hac vice* pending)
CADWALADER, WICKERSHAM & TAFT LLP
One World Financial Center
New York, New York 10281
Telephone: (212) 504-6000
Facsimile: (212) 504-6666

Attorneys for Merrill Lynch Capital Corp.

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LOCAL COUNSEL CERTIFICATION

I certify that I have read and join in the foregoing motion, and acknowledge and agree to observe the requirements of LBR 9010-1 and Local Rule 204 of the U.S. District Court in their entirety and as they relate to the participation and responsibilities of local associate counsel.

By: /s/ Edward J. Bertozzi, Jr.
EDWARDS ANGELL PALMER & DODGE LLP
Edward J. Bertozzi, Jr. (R.I. Bar ID # 1124)
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1. I, Scott J. Greenberg, certify that I am a member in good standing of the bar of the state of New York and of the federal district court bar(s) of the Southern District of New York, without any restriction on my eligibility to practice, and that I understand my obligation to notify this Court immediately of any change respecting my status in this respect.

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Dated: June 23, 2009
New York, New York

By: /s/ Scott J. Greenberg
Scott J. Greenberg (*pro hac vice* pending)
CADWALADER, WICKERSHAM & TAFT LLP
One World Financial Center
New York, New York 10281
Telephone: (212) 504-6000
Facsimile: (212) 504-6666

Attorneys for Merrill Lynch Capital Corp.

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