

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

)	
In re:)	Chapter 11
)	
UTGR, INC. d/b/a TWIN RIVER, <u>et al.</u> , ¹)	Case No. 09-12418 (ANV)
)	
Debtors.)	Jointly Administered
)	

**INTERIM ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF
DONLIN, RECANO & COMPANY, INC. AS NOTICE AND CLAIMS AGENT**

Upon the application (the "Application")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an interim order authorizing the Debtors to employ Donlin, Recano & Company, Inc. ("DRC") as the notice and claims agent for the Chapter 11 Cases, effective as of the Petition Date, and as set forth more fully in the Application; and upon the Declaration of George Papanier, President and Chief Operating Officer of UTGR, Inc., in Support of the Debtors' First Day Motions (the "First Day Declaration") and the Recano Declaration; and the Court having found it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and the Court having found that notice of the Application and of the hearing on the Application (the "Hearing") was appropriate under the particular circumstances; and the Court

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

² All capitalized terms used but otherwise not defined herein shall have the meaning ascribed to them in the Application.

having reviewed the Application and the First Day Declaration, and having heard the statements in support of the relief requested therein; and the Court having found that based on the representations made in the Recano Declaration that DRC does not hold or represent an interest adverse to the Debtors' estates; and the Court having determined that the legal and factual bases set forth in the Application and the First Day Declaration, and at the Hearing, establish just cause for the relief granted herein; and upon all of the proceedings held before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Application is granted on an interim basis as set forth in this order (the "Interim Order").

2. A final hearing shall be held on July 14, 2009 at 1:00 p.m. (prevailing Eastern Time) (the "Final Hearing"). Any objections or responses to the Application shall be filed on or before seven days prior to the Final Hearing and served in accordance with applicable law.

3. The Debtors are authorized, on an interim basis, to employ and retain DRC as their notice and claims agent in accordance with the terms and conditions set forth in the Application and the Services Agreement, a copy of which is attached to the Application as **Exhibit C**.

4. The terms of the Services Agreement are approved on an interim basis.

5. In addition to the services set forth in the Application and the Services Agreement, DRC is authorized to provide, on an interim basis, other noticing, claims processing, solicitation and administrative services as the Debtors may request from time to time.

6. In addition to the foregoing, DRC is authorized, on an interim basis, to assist with, among other things: (a) maintaining and updating the master mailing lists of creditors; (b) to the extent necessary, gathering data in conjunction with the preparation of the Debtors' schedules of

assets and liabilities and statements of financial affairs; (c) tracking and administering to claims; and (d) performing other administrative tasks pertaining to the administration of the Chapter 11 Cases as may be requested by the Debtors or the Clerk's Office (as defined herein). DRC shall follow notice and claim procedures conforming to the guidelines promulgated by the Clerk of the Court and the Judicial Conference of the United States.

7. DRC is appointed, on an interim basis, as agent for the office of the Clerk of the Court (the "Clerk's Office"), and, as such, is designated as the authorized repository for all proofs of claims filed in the Chapter 11 Cases, and is authorized and directed to maintain official claims registers for each of the Debtors and to provide the Clerk's Office with a certified duplicate thereof as the Clerk's Office may direct.

8. DRC is authorized, on an interim basis, to provide noticing services in the Chapter 11 Cases to the U.S. Trustee.

9. The Debtors are authorized, on an interim basis, to compensate DRC in accordance with the terms and conditions of the Services Agreement, upon DRC's submission to the Debtors of invoices summarizing in reasonable detail the services rendered and expenses incurred in connection therewith, unless DRC is advised, within ten days of receipt of the invoice, that the Debtors object to the invoice, in which case the Debtors will schedule a hearing before the Court to consider the disputed invoice. In such case, the Debtors shall remit to DRC only the undisputed portion of the invoice and, if applicable, shall pay the remainder to DRC upon the resolution of the disputed portion, as mandated by this Court.

10. The fees and expenses of DRC incurred pursuant to the Services Agreement are to be treated as administrative expenses of the Debtors' estates pursuant to section 503(b)(1)(A) of the Bankruptcy Code.

11. If the Chapter 11 Cases convert to cases under chapter 7 of the Bankruptcy Code, DRC will continue to be paid for its services until the claims filed in the Chapter 11 Cases have been completely processed, and that if claims agent representation is necessary in the converted chapter 7 cases, DRC will continue to be paid in accordance with section 156(c) of the Judicial Code on the terms set forth in this Order.

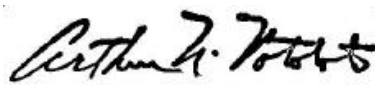
12. DRC shall serve, on an interim basis, as noticing and claims agent in the Chapter 11 Cases, and shall continue to be paid for its services in this capacity under the terms set forth herein and in the Application, until relieved of such duties by order of the Court.

13. In the event DRC is unable to provide the services set out in this Order and the Services Agreement, DRC will immediately notify the Clerk's Office and the Debtors' counsel, and will cause to have all original proofs of claim and computer information turned over to another claims agent designated by the Debtors.

14. The Debtors and DRC are authorized, on an interim basis, to take all actions necessary to effectuate the relief granted pursuant to this Order.

15. The Court retains jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

Dated: June 25, 2009
Providence, Rhode Island



Arthur N. Votolato
United States Bankruptcy Judge

Entered on Docket: 6/25/09