

Hearing Date: February 15, 2012 at 11:00 a.m. (Eastern Time)

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Debtors in Possession

Proposed Co-Counsel to the Debtors and
Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

)	Chapter 11
In re:)	
)	Case No. 12-10202 (ALG)
EASTMAN KODAK COMPANY, <i>et al.</i> , ²)	
)	(Jointly Administered)
Debtors.)	
)	Ref. No. 32
)	

**NOTICE OF REVISED PROPOSED ORDER GRANTING DEBTORS' MOTION FOR
AN ORDER AUTHORIZING THE RETENTION AND COMPENSATION OF
CERTAIN PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

PLEASE TAKE NOTICE that on January 19, 2012 the Debtors' Motion for an
Order Authorizing the Retention and Compensation of Certain Professionals Utilized in the

¹ All parties in interest with inquiries regarding the Motion should direct such inquires to Young Conaway Stargatt & Taylor, LLP.

² The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors' corporate headquarters is: 343 State Street, Rochester, NY 14650.



Ordinary Course of Business (the “**Motion**”). Attached as Exhibit A to the Motion was the proposed order (the “**Proposed Order**”).

PLEASE TAKE FURTHER NOTICE that the Debtors have received and incorporated informal comments to the Proposed Order (the “**Revised Proposed Order**”). Attached hereto as Exhibit A is a blackline reflecting the revisions to the Proposed Order. The undersigned counsel will present the Revised Proposed Order to the Honorable Allan L. Gropper, in Room 617 of the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”), One Bowling Green, New York, New York 10004, at a hearing to be held on **February 15, 2012 at 11:00 a.m. (Eastern Time)**.

Dated: February 13, 2012
New York, New York

/s/ Pauline K. Morgan

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Proposed Counsel to the Debtors and
Debtors in Possession

EXHIBIT A

Blackline of Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

EASTMAN KODAK COMPANY, *et al.*,¹

Debtors.

)
) Chapter 11

)
) Case No. 12-10202—(ALG)

)
) (Jointly Administered)
)
)

**ORDER AUTHORIZING THE DEBTORS' RETENTION AND COMPENSATION OF
CERTAIN PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

Upon the motion (the "**Motion**")² of Eastman Kodak Company, on behalf of itself and its affiliated debtors and debtors in possession in these chapter 11 cases (collectively, the "**Debtors**"), for an order authorizing the Debtors' retention and compensation of certain professionals utilized in the ordinary course of business; and ~~upon consideration of the First Day Declaration; and~~ it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these chapter 11 cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and it appearing that proper and adequate notice of the Motion has

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors' corporate headquarters is: 343 State Street, Rochester, NY 14650.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Motion.

been given and that, except as otherwise ordered herein, no other or further notice is necessary;
and it after due deliberation thereon; and good and sufficient cause appearing therefor;

 IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as provided herein.

2. The Debtors are authorized, but not required, to retain and pay reasonable fees and expenses for the services of various professionals listed on Exhibit A attached hereto in the ordinary course of their businesses (each, an ordinary course professional or “OCP” and, collectively, the “OCPs”³), nunc pro tunc to the earlier of the Petition Date or the date on which the OCP commenced services, to assist and advise the Debtors in the operation of their businesses and to defend the Debtors in matters arising in the ordinary course of the Debtors’ businesses.

3. The following procedures (the “OCP Procedures”) for the retention of OCPs are hereby approved:

a. ~~a.~~ Within 30 days following the latter of (i) entry of this Order or (ii) the commencement of services for the Debtors, each OCP shall provide the Debtors’ attorneys with (i) a declaration of disinterestedness (each, a “**Declaration of Disinterestedness**”³), substantially in the form attached hereto as Exhibit ~~E~~ B, certifying that such OCP does not represent or hold any interest adverse to the Debtors or their estate with respect to the matter on which the professional is to be employed; and (ii) a completed retention questionnaire substantially in the form attached hereto as Exhibit ~~D~~ C (the “**Retention Questionnaire**”).

b. ~~b.~~ The Debtors ~~shall~~ subsequently shall file the Declaration of Disinterestedness and Retention Questionnaires with this Court and serve a copy upon: (a) the Office of the United States Trustee

³ ~~Except as authorized by the Court, the OCP Procedures shall not apply to professionals retained by the Debtors pursuant to separate orders of the Court.~~

³ Except as authorized by the Court, the OCP Procedures shall not apply to professionals retained by the Debtors pursuant to separate orders of the Court.

for the Southern District of New York (the “U.S. Trustee”), 33 Whitehall Street, 21st Floor, New York, New York 10004; ~~and (b)~~ (b) counsel to the agent for the Debtors’ postpetition secured debtor-in-possession credit facility, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017, Attn: Marshall S. Huebner, Esq.; (c) proposed counsel to the Official Committee of Unsecured Creditors (the “Creditors’ Committee”), Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005, Attn: Dennis F. Dunne, Esq. and Tyson M. Lomazow, Esq.; (d) counsel to the Ad Hoc Committee of Second Lien Noteholders (the “Second Lien Noteholder Committee”), Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Michael S. Stamer, Esq. and David H. Botter, Esq.; and (e) counsel to any other official committee appointed in these chapter 11 cases (collectively, the “Notice Parties”).

~~c.~~ e. — The Notice Parties shall have 15 days after the filing and service of a Declaration of Disinterestedness and the Retention Questionnaire to object to the retention of the OCP (the “**Objection Deadline**”). Any objecting party shall serve its objection upon the Notice Parties, the Debtors’ attorneys and the relevant OCP on or before the Objection Deadline. ~~If an~~ If no objections are asserted by the Objection Deadline, the Debtors shall be authorized to retain and employ, nunc pro tunc to the earlier of the Petition Date or the date on which the OCP commenced services, and pay each OCP pursuant to sections 327 and 328 of the Bankruptcy Code without the need for a hearing and without further Order of the Court; provided, however, that if an objection is asserted by the Objection Deadline and such objection cannot be resolved within 10 days after the Objection Deadline, then the retention of the OCP that is the subject of the objection shall be scheduled for hearing by the Debtors at the next regularly scheduled omnibus hearing date that is no less than 20 days from that date or on a date otherwise agreed to by the parties. The Debtors shall not be authorized to retain and pay such OCP until all outstanding objections have been withdrawn, resolved or overruled by order of this Court.

~~d.~~ — ~~If no objection is received from any of the Notice Parties by the Objection Deadline with respect to an OCP, the Debtors shall be authorized to retain and pay that OCP in accordance with the OCP Procedures nunc pro tunc to the Petition Date or the date on which the OCP commenced services, without further order from this Court.~~

d. e. — The Debtors are authorized to retain additional OCPs throughout these cases; *provided*, that (i) such OCPs are included on a supplemental version of Exhibit A attached hereto that is filed with this Court and served on the Notice Parties and (ii) such OCPs comply with the OCP Procedures, including that a Declaration of Disinterestedness and a Retention Questionnaire be filed with the Court for each additional OCP; and *further provided*, that subject to the objection procedure described above, the retention of additional OCPs pursuant to sections 327 and 328 of the Bankruptcy Code will be effective as of the date requested in any supplemental list of OCPs or the expiration of the Objection Deadline applicable for each OCP, whichever is earlier.

e. The Debtors are authorized to retain an OCP and pay such OCP, without formal application to this Court by any OCP, 100% of fees and disbursements to each of the OCPs retained by the Debtors after such OCP (i) has on file with this Court and properly served on the Notice Parties a ~~(i)~~ Declaration of Disinterestedness and the Retention Questionnaire for which the Objection Deadline lapses and no objections are pending and (ii) submits to the Debtors and the Notice Parties an appropriate invoice setting forth in reasonable detail the nature of the services to be rendered after the Petition Date; *provided, however*, that the monthly compensation does not exceed (i) \$50,000 per month for each OCP's fees, excluding ~~costs~~ expenses and ~~disbursements, do not exceed \$50~~ (ii) \$5,000 per month on a rolling three-month basis (for each OCP's expenses (collectively, the "OCP Monthly Cap"); and *further provided*, that any payment of fees or expenses to an OCP first shall be paid in the form of a reduction to any retainer held by such OCP in connection with its engagement by the Debtors.

f. ~~f.~~ — To the extent that fees or expenses payable to any OCP exceed the OCP Monthly Cap set forth in paragraph (e) above, the OCP shall file a fee application (a "**Fee Application**") with this Court to be heard on notice for the full amount in excess of its fees and expenses for any month where such OCP's compensation exceeds the OCP Monthly Cap in accordance with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), the Local Rules of the United States Bankruptcy Court for the Southern District of New York (the "**Local Rules**"), the fee guidelines promulgated by the Executive Office of the United States Trustee, and any applicable orders of this Court, unless the U.S. Trustee agrees otherwise; provided, however, that the Debtors may make an interim payment to the OCP of up to \$50,000 for fees and up to \$5,000 for expenses each month prior to a hearing on the Fee Application so long as the

OCP has been retained, either automatically through expiration of the Objection Deadline, or by approval of the Court.

g. g. — Payment to any one OCP shall not exceed \$500,000 for the entire period in which these chapter 11 cases are pending, subject to further Order of this Court.

h. Unless the Court orders otherwise, in the event payment to any OCP would exceed \$500,000 for the entire period in which these chapter 11 cases are pending, such OCP shall be required to file a separate application to be retained as a professional pursuant to section 327 or 328 of the Bankruptcy Code.

i. At three-month intervals during the pendency of these chapter 11 cases, beginning 90 days after the Petition Date, and for each three-month period thereafter (each, a “Quarter”), the Debtors shall file with this Court and serve on the Notice Parties, no later than 30 days after such Quarter, a statement that shall include the following information for each OCP: (i) the name of the OCP; (ii) the aggregate amounts paid as compensation for services rendered and reimbursement of expenses incurred by that OCP during the reported Quarter; (iii) all postpetition payments made to that OCP to date; and (iv) a general description of the services rendered by that OCP.

4. h. — The Debtors ~~reserve~~ may amend the ~~right to retain additional OCPs from time to time during these chapter 11 cases by (i) including such OCPs on an amended version of Exhibit B attached~~ compensation limitations set forth in this Order upon motion to the ~~Motion that is filed with this~~ Court and ~~served on~~ due notice to parties in interest, including the Notice Parties ~~and (ii) having such OCPs comply with the OCP Procedures.~~

4.5. Nothing in the Motion or this Order, nor as a result of any payment made pursuant to this Order, shall be deemed or construed as an admission as to the validity or priority of any claim against the Debtors, an approval or assumption of any agreement, contract or lease pursuant to section 365 of the Bankruptcy Code or a waiver of the right of the Debtors, the Second Lien Noteholder Committee, the Creditors’ Committee or the agent for the Debtors’ postpetition secured debtor-in-possession financing, or shall impair the ability of the Debtors, or

any other party in interest, to the extent applicable, to contest the validity and amount of any payment made pursuant to this Order.

~~5.6.~~ 6. The requirements set forth in Local Rule 9013-1(b) are satisfied.

~~6.7.~~ 7. This Order is immediately effective and enforceable, notwithstanding the possible applicability of Bankruptcy Rule 6004(h).

~~7.8.~~ 8. This Court retains jurisdiction with respect to all matters arising from or related to the enforcement of this Order.

Dated: February [•], 2012
New York, New York

Allan L. Gropper
United States Bankruptcy Judge

EXHIBIT BA

Ordinary Course Professionals

OCP Exhibit
As of 1/18/12

	NAME	ADDRESS	SERVICE
1	ABE IKUBO & KATAYAMA	2 8 7 YAESU CHYO-KU TOKYO, 1040028	LEGAL
2	ABRAMS SCOTT & BICKLEY LLP	700 LOUISIANA STREET STE 1800 HOUSTON, TX 77002	LEGAL
3	ALLEN DYER DOPPELT MILBRATH	255 S ORANGE AVE ORLANDO, FL 32818	LEGAL
4	ALSTON & BIRD LLP	1201 WEST PEACHTREE ATLANTA, GA 30309	LEGAL
5	AOYAMA & PARTNERS	1-3-7 SHIROMI CHUO-KU OSAKA, 5400001	LEGAL
6	APCO WORLDWIDE INC	700 12TH STREET NW SUTIE 800 WASHINGTON, DC 20005	LEGAL
7	APPLIED LANGUAGE SOLUTIONS LLC	1435 W CRONE AVENUE ANAHEIM, CA 92802	TRANSLATION
8	ARTICLE ONE PARTNERS HOLDINGS LLC	488 MADISON AVE 19TH FLOOR NEW YORK, NY 10022	LEGAL
9	BAKER & MCKENZIE LLP	1114 AVENUE OF THE AMERICAS NEW YORK, NY 10036-7703	LEGAL
10	BARKLEY COURT REPORTERS INC	1875 CENTURY PARK LOS ANGELES, CA 90067	LEGAL
11	BARZANO & ZANARDO	VIA BORGUNUOVO, 10 MILANO, 20101	LEGAL
12	BECK REDDEN & SECREST LLP	1221 MCKINNEY STREET HOUSTON, TX 77010	LEGAL

13	BEIJING HYLANDS LAW FIRM	5TH FLOOR HANWEL PLAZA BEIJING, 100004	LEGAL
14	BEIJING WAN HUI DA INTELLECTUAL	ZHONGGUANCUN STREET SOUTH BEIJING, 100873	LEGAL
15	BELCAN SERVICES GROUP LIMITED	10200 ANDERSON WAY CINCINNATI, OH 45242-4718	WRITING SERVICES
16	BENESCH FRIEDLANDER COPLAN AND ARONOFF LLP	200 PUBLIC SQ.2300 CLEVELAND, OH 44114	LEGAL
17	BLDS LLC	1608 WALNUT STREET SUITE 1200 PHILADELPHIA, PA 19103	LEGAL
18	BMC GROUP VDR LLC	600 1ST AVENUE SUITE 300 SEATTLE, WA 98104	LEGAL
19	BOTTI & FERRARI SRL	VIA LOCATELLI 5 MILANO, 20124	LEGAL
20	BROADRIDGE INVESTOR COMMUNICATION	51 MERCEDES WAY EDGEWOOD, NY 11717	LEGAL
21	BROKEN MYTH STUDIOS LLC	135 SULLY'S TRAIL, SUITE #9 PITTSFORD, NY 14534	WRITING SERVICES
22	CAPSTONE CONSULTING LLC	9 WEST 57TH ST, 11TH FLOOR NEW YORK, NY 10019	CONSULTING
23	CARAS & ASSOCIATES INCORPORATED	PO Box 9017 PORT SAINT LUCIE, FL 34985	HR
24	CARDINAL INTELLECTUAL PROPERTY INC	1603 ORRINGTON AVENUE EVANSTON, IL 60201	LEGAL
25	CASESIGHT INC	69 CANAL STREET 3RD FLOOR BOSTON, MA 02114	LEGAL

26	CCPIT PATENT & TRADEMAK LAW OFFICE	158 FUXINGMENNEI STREET BEIJING, 100031	LEGAL
27	CHANCERY CORPORATE SERVICES LIMITED	CHANCERY HOUSE,HIGH STREET BRIDGETOWN, 1128	LEGAL
28	CHEMADVISOR-INC.	STN QRY CR 811 CAMP HME RDSTE 22022 PITTSBURGH, PA 15237	WRITING SERVICES
29	CHINA PATENT AGENT (HK) LIMITED	22 HARBOUR ROAD, WANCHAI HONGKONG, HK	LEGAL
30	CHINA SINDA INTELLECTUAL PROPERTY	B11TH FL,FOCUS PLACE 19 FIN. ST. BEIJING, 100033	LEGAL
31	COMPUTERSHARE SHAREHOLDER SVCS INC	150 ROYALL STREET CANTON, MA 02021	LEGAL
32	CONNOLLY BOVE LODGE HUTZ LLP	1007 N.ORANGE ST WILMINGTON, DE 19899	LEGAL
33	CORPORATE EXECUTIVE BOARD	1919 NORTH LYNN ST. ARLINGTON, VA 22209	LEGAL
34	CORPORATE MEDIA	108 S UNION ST ROCHESTER, NY 14607	WRITING SERVICES
35	COVINGTON & BURLING LLP	1201 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20004-2401	LEGAL
36	CPA GLOBAL SUPPORT SERVICES LLC	2318 MILL RD.,12TH FL. ALEXANDRIA, VA 22314	LEGAL
37	CRAWFORD & COMPANY	5620 GLENRIDGE DRIVE NE ATLANTA, GA 30342	INSURANCE
38	CROWELL MORING	1001 PENNSYLVANIA AVENUE PO Box 79773 WASHINGTON, DC 212	LEGAL

39	CS STARS LLC	PO Box 201739 DALLAS, TX 75320-1739	INSURANCE
40	CT CORPORATION	PO Box 4349 CAROL STREAM, IL 60197	LEGAL
41	D4 LLC	222 ANDREWS ST ROCHESTER, NY 14604	LEGAL
42	DAVID E MAIER	2609 SW 64TH PLACE PORTLAND, OR 97225	LEGAL
43	DAVIS WRIGHT TREMAINE LLP	1501 FOURTH AVE, SUITE 2600 SEATTLE, WA 98101	LEGAL
44	DAY PITNEY LLP	PO Box 416234 Boston, MA 02241-6234	LEGAL
45	DCML SERVICES CORPORATION	1080 CREAMERY ROAD NEWTOWN, PA 18940	LEGAL
46	DEWEY & LEBOEUF LLP	1101 NEW YORK AVE N.W WASHINGTON, DC 20005	LEGAL
47	DIANA ROGERS	8204 SOUTH INDIANA OKLAHOMA CITY, OK 73159	LEGAL
48	DIRECTORS DESK INC	4331 E STERLING AVENUE POST FALLS, ID 83854	LEGAL
49	DLA PIPER RUDNICK GRAY CARY US LLP	401 B STREET SAN DIEGO, CA 92101	LEGAL
50	DLA PIPER UK LLP	1 ST PAUL'S PLACE SHEFFIELD, S1 2JX	LEGAL
51	DREW & NAPIER LLC	10 COLLYER QUAY #10-01 SINGAPORE, SG 049315	LEGAL

52	EDUNEERING HOLDINGS INC	202 CARNEGIE CENTER SUITE 301 PRINCETON, NJ 08540	LEGAL
53	EGON ZEHNDER INTERNATIONAL INC	350 PARK AVENUE NEW YORK, NY 10022	LEGAL
54	ELAINE M CAMPBELL	9 WHITNEY FARMS CIRCLE FAIRPORT, NY 14450	LEGAL
55	ELLIS IP LTDLP	COWLEY ROAD CAMBRIDGE, <u>CAMBRIDGE</u> , CB40WS	LEGAL
56	ELZABURU	MIGUEL ANGEL 21 MADRID, 28010	LEGAL
57	EMPLOYMENT ADVISORY SVCS INC	1501 M STREET, NW, SUITE 400 WASHINGTON, DC 20005	CONSULTING
58	ENVIRONMENTAL PROFILES INC	8805 COLUMBIA 100 PKWY COLUMBIA, MD 21045	LEGAL
59	ERIC TROSKE LTD	52 AVONDALE PARK ROCHESTER, NY 14620	WRITING SERVICES
60	FILICE BROWN EASSA & MCLEOD LLP	1999 HARRISON ST, SU 180 OAKLAND, CA 94612	LEGAL
61	FIRST LAW LEE & KO	275 YANGJEA-DONG SEOCHO-KU SEOUL, 137-739	LEGAL
62	FISHER YATES COMMUNICATIONS INC	6 PHOENIX STREET CANANDAIGUA, NY 14424	WRITING SERVICES
63	FIX SPINDELMAN BROVITZ & GOLDMAN	295 WOODCLIFFE DR FAIRPORT, NY 14450	LEGAL
64	FOLEY AND MANSFIELD PLLP	250 MARQUETTE AVENUE MINNEAPOLIS, MN 55401	LEGAL

65	FORESITE SYSTEMS LIMITED	3690 HOWARD HUGHES PARKWAY # 500 LAS VEGAS, NV 89169	WRITING SERVICES
66	FREDERIC W COOK & CO INC	90 PARK AVENUE NEW YORK, NY 10016	YES PO
67	G. BARROW & ASSOCIATES	16 ATLANTIC AVE. ROCHESTER, NY 14607	WRITING SERVICES
68	GCA SAVVIAN ADVISORS LLC	150 CALIFORNIA STREET SUITE 2300 SAN FRANCISCO, CA 94111	LEGAL
69	GE CHENG & CO LTD	1901 TOWER E3 ORIENTAL PLAZA BEIJING, 100738	LEGAL
70	GEORGESON & CO	17 STATE STREET NEW YORK, NY 10004	WRITING SERVICES
71	GETTY IMAGES US INC	601 N 34TH STREET SEATTLE, WA 98103	WRITING SERVICES
72	GIBSON DUNN & CRUTCHER LLP	PO Box 0723 LOS ANGELES, CA 90084-0723	LEGAL
73	GLOBAL COMPLIANCE SERVICES INC	PO Box 60941 CHARLOTTE, NC 28260-0941	LEGAL
74	GOWLING LAFLEUR HENDERSON LLP	SUITE 2600 160 ELGIN STREET OTTAWA, ON K1P 1C3	LEGAL =
75	GREENBERG TRAURIG LLP	54 STATE STREET, 6TH FLOOR ALBANY, NY 12207	CONSULTING LEGA L
76	HANSON CURRAN LLP	146 WESTMINSTER STREET PROVIDENCE, RI 02903	LEGAL
77	HARRIS BEACH LLP	99 GARNSEY ROAD PITTSFORD, NY 14534	LEGAL

78	HARRY L STIOKAS	6743 SODUS CENTER ROAD SODUS, NY 14551	WRITING SERVICES
79	HARTER SECREST & EMERY LLP	1600 BAUSCH & LOMB PLACE ROCHESTER, NY 14604	LEGAL
80	HERBERT SMITH LLP	RUE DE LOXUM 25 BRUSSELS, 1000	LEGAL
81	HICKS MORLEY HAMILTON STEWART	77 KING ST W, 39TH FL TORONTO, ON M5K 1K8	LEGAL
82	HIRSCHLER FLEISCHER A PROFESSIONAL	2100 E.CARY ST. PO Box 500 RICHMOND, VA 23128-05	LEGAL
83	HISCOCK & BARCLAY LLP	2000 HSBC PLAZA ROCHESTER, NY 14604-2404	LEGAL
84	HOLLAND & HART LLP	PO BOX 8749 DENVER, CO 80201-8749	LEGAL
85	HOWREY LLP	1299 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20004	LEGAL
86	HUNGERFORD VINTON LLC	6 TWIN PONDS DRIVE SPENCERPORT, NY 14559	CORPPIN
87	IN TRA EG	PISCHEKSTRASSE 19 STUTTGART, 70184	LEGAL
88	INFOSYS BPO LIMITED	400 CROSSING BLVD BRIDGEWATER, NJ 08807	WRITING SERVICES
89	INSERO & COMPANY CPAS PC	1500 HSBC PLAZA ROCHESTER, NY 14604	CORPPIN
90	INTELLIGENT MANAGEMENT SOLUTIONS	4400 BAYOU BLVD SUITE 6 PENSACOLA, FL 32503	LEGAL

91	ITOH INTERNATIONAL PATENT OFFICE	20-3 EBISU 4 CHOME SHIBUYA-KU, TOKYO, 1506032	LEGAL
92	JAMES A STORER	89 SOUTH GREAT RD LINCOLN, MA 01773	LEGAL
93	JAMES T. CALESHU ATTORNEY AT LAW	225 BUSH ST SAN FRANCISCO, CA 94104	LEGAL
94	JEEKAI & PARTNERS	A129 WEST XUAN WU MEN STREET BEIJING, 100031	LEGAL
95	JOHNSON LAIRD INC	850 NW SUMMIT AVENUE PORTLAND, OR 97210	LEGAL
96	JOSE ORTIZ DESIGN INC	2045 ESCARPA DRIVE LOS ANGELES, CA 90041	WRITING SERVICES
97	JOY L UNDERHILL	6154 DOE HAVEN DRIVE FARMINGTON, NY 14425	WRITING SERVICES
98	JSM	10 CHATER ROAD CENTRAL, HK	LEGAL
99	KANNAN RAMCHANDRAN	2555 TAMALPAIS AVENUE EL CERRITO, CA 94530	LEGAL
100	KIM & CHANG	223 NAEJA-DONG JONGO-GU SEOUL, 110-720	LEGAL
101	KROLL ONTRACK INC	9023 COLUMBINE ROAD EDEN PRAIRIE, MN 55347 4182	LEGAL
102	LADAS & PARRY LLP	1040 AVE. OF THE AMERICAS NEW YORK, NY 10018-3738	LEGAL
103	LASON SYSTEMS INC	3495 WINTON PLACE ROCHESTER, NY 14623	WRITING SERVICES

104	LAURITS R CHRISTENSEN ASSOCIATES	800 UNIVER.BAY MADISON, WI 53705-2299	LEGAL
105	LAWRENCE P KESSLER	8024 ROYAL BIRKDALE CIRCLE BRADENTON, FL 342	LEGAL
106	LEE & LI	201 TUN HAUA NORTH ROAD TAIPEI, 105	LEGAL
107	LEGARRETA Y ASOCIADOS SC	AV PICACHO AJUSCO NO 130-503 MEXICO CITY, DF 14210	LEGAL
108	LITTLER MENDELSON PC	PO BOX 45547 SAN FRANCISCO, CA 94145	LEGAL
109	TWAIT PATENT SERVICES	150 OAK BRIDGE WAY ROCHESTER, NY 14612	LEGAL
110	MARKS & CLERK	CLIFFORD'S INN FETTER LANE LONDON, EC4A 1BZ	LEGAL
111	MARVAL Y O'FARRELL & MAIRAL	AV. LEANDRO N.ALEM 928 BUENOS AIRES, 0 1001	LEGAL
112	MAYER BROWN ROWE & MAW LLP	2027 COLLECTION CENTER DRIVE CHICAGO, IL 60693-0020	LEGAL
113	MCCARTER & ENGLISH LLP	100 MULBERRY STREET NEWARK, NJ 07102	LEGAL
114	MG LOBM ADVERTISING INC	30 LIFTBRIDGE LANE E FAIRPORT, NY 14450	WRITING SERVICES
115	MICHEL MUHLSTEIN JUNOD GUYET	17 RUE TOEPFFER GENEVE, 1206	LEGAL
116	MICRO PATENT	2001 JEFFERSON DAVIS HIGHWAY ARLINGTON, VA 22202	LEGAL

117	MILLER & COMPANY LLC	4929 MAIN STREET KANSAS CITY, MO 64112	LEGAL
118	MOMSEN LEONARDOS & CIA	RUA TEOFILO OTTONI 63 RIO DE JANEIRO RJ, 20090-080	LEGAL
119	MORGAN LEWIS & BOCKIUS LLP	1701 MARKET STREET PHILADELPHIA, PA 19103	LEGAL
120	NAM SANG SUN	KAL BLD 3F,41-3 SEOSOM-DONG PO BOX 58 SEOUL, 100-8	LEGAL
121	NAVIGANT ECONOMICS LLC	30 S. WACKER DR CHICAGO, IL 60606	LEGAL
122	NELSON MULLINS RILEY & SCARBOROUGH	1320 MAIN, 17TH FL. COLUMBIA, SC 29201	LEGAL
123	NIXON PEABODY LLP	CLINTON SQUARE PO Box 31051 ROCHESTER, NY 14603-10	LEGAL
124	NOVATEK COMMUNICATIONS INC	500 HELENDALE ROAD ROCHESTER, NY 14609	WRITING SERVICES
125	NTD PATENT & TRADEMARK AGENCY LTD	UNITS 1805-6 .GREENFIELD TOWER, HONG KONG,	LEGAL
126	OBLON SPIVAK MCCLELLAND MAIER AND NEUSTADT LLP	1940 DUKE STREET ALEXANDRIA, VA 22314	LEGAL
127	STOCK INDUSTRIAL SERVICES A.S.	173 BUYUKDERE CADDESI ISTANBUL, 34394	LEGAL
128	OMNICON SA	HIERRO 9-3A-7 MADRID, 28045	TRANSLATION
129	ONPOINT ANALYTICS INC	2000 POWELL ST. EMERYVILLE, CA 94608	LEGAL

130	OSBORNE BRUMSEY & ASSOCIATES INC	2007 A BOULEVARD ST. GREENSBORO, NC 27407	CONSULTING
131	OSLER HOSKIN & HARCOURT LLP	1 FIRST CANADIAN PLACE TORONTO, ON M5X 1B8	LEGAL
132	PATPRO INC	2111 EISENHOWER AVE SUI 404 ALEXANDRIA, VA 22314	LEGAL
133	PHILLIPS LYTLE LLP	1400 FIRST FEDERAL PLAZA ROCHESTER, NY 14614	LEGAL
134	PHILLIPS ORMINDE & FITZPATRICK	367 COLLINS STREET MELBOURNE, 3000	LEGAL
135	PHOENIX TRANSLATIONS	2110 A WHITE HORSE TRAIL AUSTIN, TX 78757	TRANSLATION
136	PIVOTAL RESOURCES LTD	11 GLEBE WAY CAMBRIDGE, CB4 9HJ	LEGAL
137	PRICEWATERHOUSECOOPERS AARATA	SUMITOMO FUDOSAN SHIODOME CHOU-KU, 1040061	TRANSLATION
138	PRIVACY & INFORMATION MANAGMENT	4355 COBB PARKWAY ATLANTA, GA 30339	LEGAL
139	PUBLISHEASE INC	252 PLYMOUTH AVE., S ROCHESTER, NY 14608	WRITING SERVICES
140	QUESTEL ORBIT INC	1725 DUKE ST., SUITE 625 ALEXANDRIA, VA 22314	LEGAL
141	RAN KIVETZ	52 EAST END AVE. #27B NEW YORK, NY 10028	LEGAL
142	REMFRY & SAGAR	NANGAL RAYA BUSINESS CENTRE NEW DELHI, 110046	LEGAL

143	RLS CONSULTING INC	50631 GLENSHIRE CT. GRANGER, IN 46530	LEGAL
144	ROBERT B. CALIHAN	16 W. MAIN ST. STREET ROCHESTER, NY 14614	LEGAL
145	ROSSI KIMMS & MCDOWELL LLP	20609 GORDON PARK SQUARE STE 150 ASHBURN, VA 20147	LEGAL
146	SARGENT & KRAHN	AVENIDA ANDRES BELLO 2711 SANTIAGO, 7550611	LEGAL
147	SEIWA PATENT & LAW	3-5-1 TORANOMONMINATU KU TOKYO, 1058423	LEGAL
148	SEMICONDUCTOR INSIGHTS INC	3000 SOLANDT ROAD KANATA, ON K2K 2X2	LEGAL
149	SHATZ SCHWARTZ AND FENTIN PC	1441 MAIN STREET SPRINGFIELD, MA 01103	LEGAL
150	SHAWNA CRYER	2150 PORTOLA AVE. SUIT D-280 LIVERMORE, CA 94551	LEGAL
151	SHENOUDA ASSOCIATES	52 CAVERSHAM WOODS PITTSFORD, NY 14534	WRITING SERVICES
152	SHERMAN & HOWARD LLC	633 SEVENTEENTH STREET, D78532 DENVER, CO 80202	LEGAL
153	SHIGA INTERNATIONAL PATENT OFFICE	2-3-1 YAESU CHUO-KU, 13 1048453	LEGAL
154	SOCIEDAD AL SUR LTDA	ARBORETUM SUR 10855 PENALOEN SANTIAGO, 7911649	TRANSLATION
155	SONDERHOFF & EINSEL	NISHI SHIMBASHI 2-CHOME7-4 MINATO-KU, 13 1050003	LEGAL

156	SONENBERG FORTMANN	HERZOGSPITALSTRAAE 10A MUNCHEN, 80068	LEGAL
157	STEPHEN F POND	2840 DURFEY'S MILL ROAD WILLIAMSBURG, VA 23185	LEGAL
158	STEPTOE & JOHNSON LLP	1330 CONNECTICUT AVENUE NW WASHINGTON, DC 20036-1795	LEGAL
159	TERIS	98 BATTERY ST. SAN FRANCISCO, CA 94111	LEGAL
160	THE SECOND CITY COMMUNICATIONS INC	1616 N WELLS ST CHICAGO, IL 60614	LEGAL
161	THE TAMPOSI LAW GROUP PC	159 MAIN ST. NASHUA, NH 03060	LEGAL
162	THE WOLFORD LAW FIRM LLP	16 EAST MAIN STREET ROCHESTER, NY 14614	LEGAL
163	THOMPSON & HENRY PA	1300 2ND AVE.3RD FL. CONWAY, SC 29526	LEGAL
164	THOMSON & THOMSON INC	500 VICTORY ROAD NORTH QUINCY, MA 02171	LEGAL
165	TINTI QUINN GROVER & FREY PC	27 CONGRESS STREET SALEM, MA 01970	LEGAL
166	UNI-SET CORPORATION	449 AVENUE A ROCHESTER, NY 14621	LEGAL
167	UNITALEN ATTORNEYS AT LAW	7 FL.SCITECH PLACE 22 JIAN GUO MEN BEIJING, 100004	LEGAL
168	US ENVIROSYSTEMS.COM	7177 OWASCO RD AUBURN, NY 13021	CONSULTING

169	VEREENIGDE OCTROOIBUREAUX	PO Box 87930 DEN HAAG, 2508 DH	LEGAL
170	VERITEXT PA REPORTING CO	1801 MARKET STREET PHILADELPHIA, PA 19103	LEGAL
171	VIJAY KRISHNA MADISETTI	56 CREEKSIDE PARK DR. JOHNS CREEK, GA 30022	LEGAL
172	VISTATEC INC	2706 LOMA STREET SILVER SPRING, MD 20902	TRANSLATION
173	VORYS SATER SEYMOUR AND PEASE LLP	52 E GAY ST. COLUMBUS, OH 43216-1008	LEGAL
174	VOSSIUS & PARTNER	SIEBERTSTRASSE 4 MUNICH, 81675	LEGAL
175	WACHTELL, LIPTON, ROSEN & KATZ	51 W.52ND ST. NEW YORK, NY 10018	LEGAL
176	WAGNER & GEYER	GEWUERZMUEHLSTR 5 MUNICH, 80538	LEGAL
177	WARD GREENBERG HELLER REIDY LLP	300 STATE ST.#600 ROCHESTER, NY 14614	LEGAL
178	WASHINGTON OCCUPATIONAL HEALTH	1140 19TH ST NW SU 700 WASHINGTON, DC 20036	LEGAL
179	WHITE AND WILLIAMS LLP	1650 MARKET ST. SUI 1800 PHILADELPHIA, PA 19103	LEGAL
180	WIEDNER & MCAULIFFE LTD	ONE NORTH FRANKLIN 1900 CHICAGO, IL 60606	LEGAL
181	WILSON PETTY KOSMO & TURNER LLP	550 WEST C STREET STE 1050 SAN DIEGO, CA 92101-3532	LEGAL

182	WILSON SONSINI GOODRICH & ROSATI	650 PAGE MILL RD PALO ALTO, CA 94304-1050	LEGAL
183	WINSTON & STRAWN LLP	35 WEST WACKER DRIVE CHICAGO, IL 60601	LEGAL
184	WUESTHOFF & WUESTHOFF	SCHWEIGERSTRASSE 2 MUNCHEN, 81541	LEGAL
185	YKI PATENT ATTORNEYS	1-34-12 KICHIOJI-HONCHO MUSASHINO-SHI TOKYO, 1800004	LEGAL
186	ZOVICOVA & ZOVIC IP S R O	ZAHRADNICKA 36 BRATISAVA, 821 08	LEGAL
<u>187</u>	<u>A.J. PARK & SON</u>	<u>NEW ZEALAND</u>	<u>LEGAL</u>
<u>188</u>	<u>ADAMS & ADAMS</u>	<u>SOUTH AFRICA</u>	<u>LEGAL</u>
<u>189</u>	<u>ARIAS, FABREGA & FABREGA</u>	<u>PANAMA</u>	<u>LEGAL</u>
<u>190</u>	<u>BARBOSA CARAVIA & CO.</u>	<u>URUGUAY</u>	<u>LEGAL</u>
<u>191</u>	<u>BENTATA ABOGADOS</u>	<u>VENEZUELA</u>	<u>LEGAL</u>
<u>192</u>	<u>BEZZINA & MIFSUD</u>	<u>MALTA & GOZO</u>	<u>LEGAL</u>
<u>193</u>	<u>CABINET SARAH HACHAICHI</u>	<u>TUNISIA</u>	<u>LEGAL</u>
<u>194</u>	<u>CASTILLO LAMAN TAN PANTALEO & SAN JOSE</u>	<u>PHILIPPINES</u>	<u>LEGAL</u>
<u>195</u>	<u>DERIS PATENTS & TRADEMARKS AGENCY LTD.</u>	<u>TURKEY</u>	<u>LEGAL</u>
<u>196</u>	<u>DOMNERN SOMGIAT & BOONMA LIMITED</u>	<u>THAILAND</u>	<u>LEGAL</u>

<u>197</u>	<u>DUNDAR LAW FIRM (CONFLICT MATTERS)</u>	<u>TURKEY</u>	<u>LEGAL</u>
<u>198</u>	<u>ESTUDIO COLMENARES S.R.L.</u>	<u>PERU</u>	<u>LEGAL</u>
<u>199</u>	<u>GILL, GODLONTON & GERRANS</u>	<u>ZIMBABWE</u>	<u>LEGAL</u>
<u>200</u>	<u>GROTH & CO. KB</u>	<u>SWEDEN</u>	<u>LEGAL</u>
<u>201</u>	<u>INTELS</u>	<u>RUSSIA</u>	<u>LEGAL</u>
<u>202</u>	<u>JULIUS AND CREASY</u>	<u>SRILANKA</u>	<u>LEGAL</u>
<u>203</u>	<u>ONSAGERS AS</u>	<u>NORWAY</u>	<u>LEGAL</u>
<u>204</u>	<u>POLSERVICE</u>	<u>POLAND</u>	<u>LEGAL</u>
<u>205</u>	<u>POPOVIC, POPOVIC, SAMARDZIJA & POPOVIC</u>	<u>SERBIA</u>	<u>LEGAL</u>
<u>206</u>	<u>RAUL CESAR FERREIRA</u>	<u>PORTUGAL</u>	<u>LEGAL</u>
<u>207</u>	<u>ROMINVENT</u>	<u>ROMANIA</u>	<u>LEGAL</u>
<u>208</u>	<u>SABA & CO.</u>	<u>JORDAN</u>	<u>LEGAL</u>
<u>209</u>	<u>SABA & CO.</u>	<u>LEBANON</u>	<u>LEGAL</u>
<u>210</u>	<u>SABA & CO.</u>	<u>SYRIA</u>	<u>LEGAL</u>
<u>211</u>	<u>SHEARN DELAMORE & CO.</u>	<u>MALAYSIA</u>	<u>LEGAL</u>
<u>212</u>	<u>TRAN H. N. & ASSOCIATES</u>	<u>VIETNAM</u>	<u>LEGAL</u>

<u>213</u>	<u>VELLANI & VELLANI</u>	<u>PAKISTAN</u>	<u>LEGAL</u>
<u>214</u>	<u>YUASA & HARA</u>	<u>JAPAN</u>	<u>LEGAL</u>
<u>215</u>	<u>BALLARD SPAHR LLP</u>	<u>BALLARD SPAHR LLP</u> <u>1735 MARKET STREET, 51ST FLOOR</u> <u>PHILADELPHIA, PA 19103-7599</u>	<u>LEGAL</u>
<u>216</u>	<u>C. BISHOP LAW PC</u>	<u>C BISHOP LAW PC</u> <u>PO BOX 163</u> <u>DALLAS, TX 75019-0163</u>	<u>LEGAL</u>
<u>217</u>	<u>FELSBERG E ASSOCIADOS</u>	<u>405 LEXINGTON AVENUE, 26TH</u> <u>FLOOR</u> <u>NEW YORK, NY 10174</u> <u>(WORLDWIDE OFFICES)</u>	<u>LEGAL</u>
<u>218</u>	<u>GILCHRIST & RUTTER</u> <u>PROFESSIONAL CORP.</u>	<u>GILCHRIST & RUTTER</u> <u>PROFESSIONAL CORP.</u> <u>1299 OCEAN AVENUE, SUITE 900</u> <u>SANTA MONICA, CA 90401</u>	<u>LEGAL</u>
<u>219</u>	<u>HALLORAN AND SAGE LLP</u>	<u>HALLORAN AND SAGE LLP</u> <u>225 ASYLUM STREET</u> <u>HARTFORD, CT 06103-1532</u>	<u>LEGAL</u>
<u>220</u>	<u>JEFFREY T. LACEY</u>	<u>JEFFREY T. LACEY</u> <u>243 OAKWOOD AVENUE</u> <u>EAST AURORA, NY 14052</u>	<u>LEGAL</u>
<u>221</u>	<u>KEVIN J. HOPPER CO., LPA</u>	<u>KEVIN J. HOPPER CO., LPA</u> <u>7434 JAGER COURT</u> <u>CINCINNATI, OH 45230</u>	<u>LEGAL</u>
<u>222</u>	<u>LEWIS JOHS AVALLONE</u> <u>AVILES, LLP</u> =	<u>425 BROAD HOLLOW ROAD</u> <u>MELVILLE, N.Y. 11747</u>	<u>LEGAL</u>
<u>223</u>	<u>MCCARTHY TETRAULT LLP</u> =	<u>BOX 48, SUITE 5300</u> <u>TORONTO DOMINION BANK TOWER</u> <u>TORONTO, ON M5K 1E6</u>	<u>LEGAL</u>
<u>224</u>	<u>PAGE, SCRANTOM,</u> <u>SPROUSE, TUCKER & FORD,</u> <u>P.C.</u> =	<u>SYNOVUS CENTRE</u> <u>1111 BAY AVENUE, 3RD FLOOR</u> <u>COLUMBUS, GA 31901</u>	<u>LEGAL</u>
<u>225</u>	<u>SPILMAN THOMAS &</u> <u>BATTLE, PLLC</u>	<u>SPILMAN THOMAS & BATTLE, PLLC</u> <u>360 KANAWHA BOULEVARD, EAST</u> <u>PO BOX 273</u> <u>CHARLESTON, WV 25321-0273</u>	<u>LEGAL</u>

<u>226</u>	<u>TAFT, STETTINIUS & HOLLISTER LLP</u>	<u>TAFT, STETTINIUS & HOLLISTER LLP</u> <u>425 WALNUT STREET, SUITE 1800</u> <u>CINCINNATI, OH 45202-3957</u>	<u>LEGAL</u>
<u>227</u>	<u>WILLIAM SCHIKORA</u>	<u>WILLIAM SCHIKORA</u> <u>125 WALNUT</u> <u>NORTHVILLE, MI 48167</u>	<u>LEGAL</u>
<u>228</u>	<u>FRESHFIELDS BRUCKHAUS DERINGER LLP</u>	<u>65 FLEET STREET</u> <u>LONDON EC4Y 1 HS</u> <u>UNITED KINGDOM</u>	<u>LEGAL</u>
<u>229</u>	<u>QUARLES & BRADY LLP</u>	<u>300 NORTH LASALLE STREET</u> <u>SUITE 4000</u> <u>CHICAGO, IL 60654</u>	<u>LEGAL</u>

EXHIBIT CB

Declaration of Disinterestedness

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
EASTMAN KODAK COMPANY, <i>et al.</i> , ¹)	Case No. 12-10202 (_____ ALG)
Debtors.)	(Jointly Administered)
)	
)	

DECLARATION OF DISINTERESTEDNESS

I, _____, declare under penalty of perjury:

1. I am a **[position]** of **[Firm]**, located at **[Street, City, State, Zip Code]** (the “**Firm**”).

~~2~~1. Eastman Kodak Company and certain of its affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), have requested that the Firm provide **[specific description]** services to the Debtors, and the Firm has consented to provide such services.

~~3~~1. The Firm may have performed services in the past, may currently perform services and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties-in-interest in the Debtors’ chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases, or have any relationship with any such person, their attorneys or accountants that would be adverse to the Debtors or their estates.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors’ corporate headquarters is: 343 State Street, Rochester, NY 14650.

~~4.1.~~ 4.1. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants and parties-in-interest in these chapter 11 cases.

~~5.1.~~ 5.1. Neither I nor any principal, partner, director, officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

~~6.1.~~ 6.1. Neither I nor any principal, partner, director, officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds, or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which this Firm is to be employed.

~~7.1.~~ 7.1. The Debtors owe the Firm \$[_____] for prepetition services, the payment of which is subject to limitations contained in title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.*

~~8. As of the Petition Date, the Firm [was/was not] party to an agreement for indemnification with certain of the Debtors. A copy of such agreement is attached as Exhibit 1 to this Declaration.~~

~~9.1.~~ 9.1. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing
is true and correct.

Date: _____, 2012

[DECLARANT]

EXHIBIT DC

Retention Questionnaire

In re EASTMAN KODAK COMPANY, et al.

Chapter 11 Case No. ~~12-10202~~ (~~12-10202~~) 10202 (ALG)

RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY EASTMAN KODAK COMPANY, ET AL., OR ANY OF ITS DEBTOR AFFILIATES (collectively, the “Debtors”)

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.

RETURN IT FOR FILING BY THE DEBTORS, TO:

James Chang _____
SULLIVAN & CROMWELL LLP
125 Broad Street
New York, New York 10004

Jaime Luton Chapman
YOUNG CONAWAY STARGATT &
TAYLOR, LLP
1270 Avenue of the Americas
Suite 2210
New York, New York 10020

~~Morgan L. Seward~~

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate.
If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

2. Date of retention: _____

3. Type of services provided (~~accounting, legal, etc.~~):

4. Brief description of services to be provided:

5. Arrangements for compensation (hourly, contingent, etc.):

(a) Average hourly rate (if applicable):

(b) Estimated average monthly compensation based on prepetition retention (if firm was employed prepetition):

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$ _____

Date claim arose: _____

Source of claim: _____

7. Prepetition claims against the Debtors held individually by any member, associate or professional employee of the firm:

Name: _____

Status: _____

Amount of Claim: \$ _____

Date claim arose: _____

Source of claim: _____

8. Stock of the Debtors currently held by the firm:

Kind of shares: _____

No. of shares: _____

9. Stock of the Debtors currently held individually by any member, associate or professional employee of the firm:

Name: _____

Status: _____

Kind of shares: _____

No. of shares: _____

10. Disclose the nature and provide a brief description of any interest materially adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed:

11. Name of individual completing this form:

|