

**COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.**

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Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,
Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY
CASE NO. 13-

Chapter 11
(Joint Administration Pending)

In re:

RIH ACQUISITIONS NJ, LLC, *et al.*,¹

Debtors-in-Possession.

**NOTICE OF MOTION FOR AN ORDER
AUTHORIZING THE RETENTION AND
COMPENSATION OF NON-
BANKRUPTCY LEGAL
PROFESSIONALS *NUNC PRO TUNC* TO
THE FILING DATE**

HEARING DATE AND TIME:

_____, 2013, at __:__ a.m.

ORAL ARGUMENT REQUESTED

TO: All Parties-in-Interest

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).



PLEASE TAKE NOTICE that pursuant to an Order Regarding Application for Expedited Consideration of First Day Matters served herewith, on the _____ day of November, 2013, at _____ .m., or as soon thereafter as counsel may be heard, the undersigned, proposed counsel for RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel and RIH Propco NJ, LLC, the within debtors and debtors-in-possession (the “**Debtors**”), shall move before the assigned United States Bankruptcy Judge, at the United States Bankruptcy Court, Mitchell H. Cohen U.S. Courthouse, 400 Cooper Street, 4th Floor, Camden, New Jersey 08101, for entry of an Order pursuant to 11 U.S.C. §§ 327(e), 328, 330 and 331 and Fed. R. Bankr. P. 2014, 2016 and 6003, authorizing the retention and compensation for non-bankruptcy legal professionals *nunc pro tunc* to the commencement of these cases (the “**Motion**”).

PLEASE TAKE FURTHER NOTICE that in support of the Motion, the undersigned shall rely on the “First Day” Affidavit of Eric Matejevich and the accompanying Application which sets forth the relevant factual and legal bases upon which the relief requested should be granted. A proposed Order granting the relief requested in the Motion also is submitted herewith.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the relief requested in the Motion shall be presented in accordance with the Order Regarding Application for Expedited Consideration of First Day Matters.

PLEASE TAKE FURTHER NOTICE that unless objections are timely presented, the Motion shall be deemed uncontested in accordance with D.N.J. LBR 9013-1(a), and the requested relief may be granted without a hearing.

PLEASE TAKE FURTHER NOTICE that the undersigned requests oral argument on the return date of the Motion.

COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.
Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,
Debtors-in-Possession

By: /s/ Michael D. Sirota
Michael D. Sirota
Warren A. Usatine
Ryan T. Jareck
Nicholas B. Vislocky

DATED: November 6, 2013

**COLE, SCHOTZ, MEISEL,
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UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY
CASE NO. 13-

Chapter 11
(Joint Administration Pending)

In re:

RIH ACQUISITIONS NJ, LLC, *et al.*¹

Debtors-in-Possession.

**APPLICATION IN SUPPORT OF
MOTION FOR AN ORDER
AUTHORIZING THE RETENTION AND
COMPENSATION OF
NON-BANKRUPTCY LEGAL
PROFESSIONALS *NUNC PRO TUNC* TO
THE FILING DATE**

HEARING DATE AND TIME:

_____, 2013, at __:__ a.m.

ORAL ARGUMENT REQUESTED

TO: Honorable Judge of the
United States Bankruptcy Court

The Application of RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel
 (“**RIH Acquisitions**”) and RIH Propco NJ, LLC, the within debtors and debtors-in-possession

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).

(the “**Debtors**”), by and through their proposed counsel, Cole, Schotz, Meisel, Forman & Leonard, P.A., respectfully represents:

I. INTRODUCTION AND JURISDICTION

1. This Application is submitted in support of the Debtors’ motion for an Order pursuant to Sections 327(e), 328, 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) authorizing RIH Acquisitions’ retention and compensation of non-bankruptcy legal professionals *nunc pro tunc* to the Filing Date (as defined below) (the “**Motion**”).

2. This Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 1334 and 157(b). This is a “core” proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and (O).

3. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409(a).

II. BACKGROUND

4. On November 6, 2013 (the “**Filing Date**”), the Debtors filed voluntary petitions for relief pursuant to Chapter 11 of the Bankruptcy Code. Since the Filing Date, the Debtors have remained in possession of their assets – and RIH Acquisitions continues management of its business – as debtors-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

5. A detailed description of RIH Acquisitions’ business and the facts precipitating the filing of the Debtors’ Chapter 11 proceedings are set forth in the Affidavit of Eric Matejevich in support of the Debtors’ various “First Day Motions” (the “**Matejevich Affidavit**”). Those facts are incorporated herein by reference.

6. As set forth in the Matejevich Affidavit, RIH Acquisitions is in the hotel and gaming business and owns and operates The Atlantic Club Casino Hotel (formerly The Atlantic City Hilton and ACH) located at Boston Ave. & The Boardwalk in Atlantic City, New Jersey

(the “**Atlantic Club Casino**”). The Atlantic Club Casino has 801 hotel rooms, over 75,000 square feet of casino gaming space including state of the art low denomination slots and table games, as well as seven restaurants. The Atlantic Club Casino also offers over 37,000 square feet of versatile event space and can accommodate gatherings of up to 1,600 people.

7. RIH Acquisitions customarily retains lawyers and other legal professionals to provide it with non-bankruptcy legal services (the “**Non-Bankruptcy Legal Professionals**”).² The Non-Bankruptcy Legal Professionals provide services to RIH Acquisitions in a variety of matters unrelated to these Chapter 11 cases, including legal services with regard to specialized areas of the law such as labor, workers’ compensation and general liability issues. A list of the Non-Bankruptcy Legal Professionals from whom RIH Acquisitions may continue to seek services during these Chapter 11 proceedings is attached as Exhibit A. By this Motion, RIH Acquisitions seeks authorization to retain and compensate the Non-Bankruptcy Legal Professionals in accordance with the terms set forth below.³

8. RIH Acquisitions submits the continued employment and compensation of the Non-Bankruptcy Legal Professionals is in the best interests of the Debtors and their respective estates and creditors. Although RIH Acquisitions anticipates the Non-Bankruptcy Legal Professionals will wish to continue representing RIH Acquisitions on an ongoing basis, some may not do so if RIH Acquisitions cannot pay them on a regular basis. Given the Non-Bankruptcy Legal Professionals’ institutional knowledge of RIH Acquisitions and its operations and legal positions, obtaining replacement attorneys undoubtedly would cause RIH Acquisitions

² RIH Acquisitions also retains the services of various non-legal professionals in the ordinary course of their business. The retention of those professionals are the subject of a separate motion filed with this Court.

³ In addition, the Debtors have filed and, if necessary, will file in the future, individual retention applications for professionals they seek to employ in connection with the conduct of their Chapter 11 cases or in connection with specific matters.

to incur unnecessary expenses. The Debtors and their respective estates and creditors are best served by avoiding any disruption in the non-bankruptcy legal services that are required to operate the Atlantic Club Casino. Moreover, given the number of Non-Bankruptcy Legal Professionals and the significant costs associated with the preparation of retention applications for each firm that will receive relatively modest fees, RIH Acquisitions respectfully submits it would be impractical, inefficient and extremely costly for it and its legal advisors to prepare and submit individual applications and proposed retention orders for each of the Non-Bankruptcy Legal Professionals.

III. RELIEF REQUESTED AND BASIS THEREFOR

9. In Adamar of New Jersey, Inc., et al., Case No. 09-20711 (Bankr. D.N.J. May 8, 2009) and In re TCI 2 Holdings, LLC, et al., Case No. 09-13654 (Bankr. D.N.J. April 7, 2009), Judge Wizmur held that a debtor in this District cannot retain “legal professionals” under the typical “ordinary course professionals” motion filed in large Chapter 11 cases. Rather, the debtors would have to separately retain Non-Bankruptcy Legal Professionals from ordinary course professionals under the procedures and orders entered in those cases. See, e.g., Adamar of New Jersey, Inc., et al., Case No. 09-20711, Docket No. 70; In re TCI 2 Holdings, LLC, et al., Case No. 09-13654, Docket No. 186. Consistent with those procedures and orders, RIH Acquisitions proposes to retain the Non-Bankruptcy Legal Professionals on the following terms and conditions:

- (a) Each Non-Bankruptcy Legal Professional shall file with the Court a retention application substantially in the form attached as **Exhibit B** to the proposed order (the “**Proposed Order**”) approving the Motion (the “**Retention Application**,” which is a modified version of the recommended local form) and serve same via regular mail on the Notice Parties (as such term is defined in paragraph 4 of the Proposed Order).

(b) The Retention Application shall include a supporting Certification (the “**Supporting Certification**,” a form of which is attached as **Exhibit C** to the Proposed Order) which:

- (i) recites the scope of legal services contemplated (providing a copy of an engagement letter, if applicable);
- (ii) confirms that the Non-Bankruptcy Legal Professional has completed a conflicts search; and
- (iii) affirms that the Non-Bankruptcy Legal Professional shall be bound by the terms and conditions of this Order with respect to, among other things, procedures for the payment of fees.

(c) RIH Acquisitions’ retention of Non-Bankruptcy Legal Professionals shall be authorized *nunc pro tunc* to the Filing Date; provided, however, that the United States Trustee’s Office reserves the right to object to *nunc pro tunc* retention of any particular Non-Bankruptcy Legal Professional for reasons specific to that Non-Bankruptcy Legal Professional.

(d) Any party-in-interest that objects to the retention of a Non-Bankruptcy Legal Professional must, within fifteen (15) days of the filing of that professional’s Retention Application, file a written objection with the Court, stating the reasons for such objection, and serve same via regular mail on the Notice Parties.

(e) In the event objections are not timely filed, retention of the Non-Bankruptcy Legal Professional shall be deemed approved (the “**Approved Professional**”). Thereafter, the Debtors’ counsel shall submit a certificate of no objection and request the Court to enter an Order authorizing retention of the Approved Professional (the “**Retention Authorization Order**”). In the event an objection is filed, the Debtors will request the Court to consider and resolve such objection.

10. Upon entry of a Retention Authorization Order, RIH Acquisitions shall be authorized and empowered to pay the Approved Professionals pursuant to the respective Retention Authorization Order in accordance with the terms, conditions and procedures established in the Proposed Order approving this Motion.

11. Courts consider the following factors in determining whether an entity is a “professional” within the meaning of Section 327 of the Bankruptcy Code and, therefore, must be retained by express approval of the Court:

- (a) whether any entity controls, manages, administers, invests, purchases or sells assets that are significant to the debtors’ reorganization;
- (b) whether the entity is involved in negotiating the terms of a plan of reorganization;
- (c) whether the entity is directly related to the type of work carried out by the debtor or to the routine maintenance of the debtor’s business operations;
- (d) whether the entity is given discretion or autonomy to exercise his or her own professional judgment in some part of the administration of the debtor’s estate;
- (e) the extent of the entity’s involvement in the administration of the debtor’s estate; and
- (f) whether the entity’s services involve some degree of special knowledge or skill, such that it can be considered a “professional” within the ordinary meaning of the term.

See In re First Merchs. Acceptance Corp., 1997 WL 873551, at *2 (Bankr. D. Del. 1997) (“The six-factor test...is designed to harmonize...limit[ing] the definition of professionals to those occupations that play a central part in the reorganization, with those cases that define a professional as an employee that is given discretion or autonomy in some part of the debtor’s estate”); In re Johns-Manville Corp., 60 B.R. 612, 619 (Bankr. S.D.N.Y. 1986) (only those professionals involved in the actual reorganization effort, rather than the debtor’s ongoing business, require approval under Section 327); see also In re That’s Entm’t Mktg. Group, Inc., 168 B.R. 226, 230 (N.D. Cal. 1994) (only the retention of professionals whose duties are central to the administration of the estate require prior court approval under Section 327).

12. Considering all these factors, RIH Acquisitions does not believe that the Non-Bankruptcy Legal Professional are “professionals” within the meaning of Section 327. Specifically, it is anticipated that the Non-Bankruptcy Legal Professional will provide legal services with regard to specialized areas of the law such as labor, workers’ compensation general liability issues, and not be involved in the administration of these cases. Nevertheless, out of an abundance of caution, RIH Acquisitions seeks the relief requested in the Motion to establish clear mechanisms for retention and payment of the Non-Bankruptcy Legal Professional and thereby avoid any subsequent controversy with respect thereto consistent with Sections 327(e), 328, 330 and 331 of the Bankruptcy Code and the legal authority on this issue in this District. See, e.g., Adamar of New Jersey, Inc., et al., Case No. 09-20711, Docket No. 70; In re TCI 2 Holdings, LLC, et al., Case No. 09-13654, Docket No. 186.⁴

13. The Debtors and their respective estates would be well served by continued retention of the Non-Bankruptcy Legal Professional because of their established relationship with RIH Acquisitions and understanding and intimate knowledge of RIH Acquisitions and its legal positions/cases. RIH Acquisitions submits it is in the best interest of all creditors and parties-in-interest to avoid any disruption in the professional services that are required for the day-to-day operation of RIH Acquisitions’ business by retaining and compensating the Non-Bankruptcy Legal Professional in accordance with the compensation procedures described above and in the Order approving this Motion.

⁴ By this Motion, RIH Acquisitions is not requesting authority to pay pre-petition amounts owed to Non-Bankruptcy Legal Professionals, if any.

14. For all these reasons and authorities, RIH Acquisitions respectfully submits that the Court should approve the Debtors' retention of the Non-Bankruptcy Legal Professional on the terms outlined herein.

WHEREFORE, the Debtors respectfully request that the Court enter an Order granting the Motion and such other relief as the Court deems just and appropriate under the circumstances.

COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.
Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,
Debtors-in-Possession

By: /s/ Michael D. Sirota
Michael D. Sirota
Warren A. Usatine
Ryan T. Jareck
Nicholas B. Vislocky

DATED: November 6, 2013

RIH Acquisitions NJ, LLC, *et al.*

EXHIBIT A

Non-Bankruptcy Legal Professionals

<u>Name of Professional</u>	<u>Address</u>	<u>Services Rendered</u>
Marks O'Neill, O'Brien & Courtney	1800 JFK Blvd., Ste. 1900 Philadelphia, PA 19103	Personal injury counsel in the Philadelphia, PA area.
Fox Rothschild LLP	Midtown Building, Ste. 400 1301 Atlantic Ave. Atlantic City, NJ 08401	Labor and employment counsel including union issues.
Graham Curtin, P.A.	4 Headquarters Plaza, Morristown, NJ 07962	Litigation and general counsel.
Pietras Saracino Smith & Meeks, LLP	2060 Fairfax Avenue Cherry Hill, NJ 08003	Workers Compensation Counsel
Blank Rome LLP	One Logan Square 130 North 18th Street Philadelphia, PA 19103-6998	Employment Litigation Counsel

EXHIBIT B

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
Caption in Compliance with D.N.J. LBR 9004-2(c) COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A. A Professional Corporation Court Plaza North 25 Main Street P.O. Box 800 Hackensack, NJ 07602-0800 (201) 489-3000 (201) 489-1536 Facsimile Michael D. Sirota, Esq. Warren A. Usatine, Esq. Ryan T. Jareck, Esq. Nicholas B. Vislocky, Esq. Proposed attorneys for RIH Acquisitions NJ, LLC, <i>et al.</i> , Debtors-in-Possession	
In re:	Case No. 13-
RIH ACQUISITIONS NJ, LLC, <i>et al.</i> , ¹	Judge:
Debtors-in-Possession.	Chapter 11
	(Joint Administration Pending)

Recommended Local Form: <input type="checkbox"/> Followed <input checked="" type="checkbox"/> Modified
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APPLICATION FOR RETENTION OF NON-BANKRUPTCY LEGAL PROFESSIONAL NUNC PRO TUNC TO THE FILING DATE

The applicant, _____, is the (check all that apply):

- | | | | |
|-----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|
| <input type="checkbox"/> Trustee: | <input type="checkbox"/> Chap. 7 | <input type="checkbox"/> Chap. 11 | <input type="checkbox"/> Chap. 13 |
| <input type="checkbox"/> Debtor: | <input type="checkbox"/> Chap. 11 | <input type="checkbox"/> Chap. 13 | |

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).

The applicant seeks to retain the following professional: **[INSERT FIRM]** to serve as

(check all that apply):

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> Attorney for: | <input type="checkbox"/> Trustee | <input type="checkbox"/> Debtors-in-Possession | |
| | <input type="checkbox"/> Official Committee of _____ | | |
| <input type="checkbox"/> Accountant for: | <input type="checkbox"/> Trustee | <input type="checkbox"/> Debtors-in-Possession | |
| | <input type="checkbox"/> Official Committee of _____ | | |
| <input type="checkbox"/> Other Professional: | <input type="checkbox"/> Realtor | <input type="checkbox"/> Appraiser | <input type="checkbox"/> Special Counsel |
| | <input type="checkbox"/> Auctioneer | <input type="checkbox"/> Other (specify): | |

The employment of the professional is necessary because: _____.

The professional has been selected because: _____.

The professional services to be rendered are as follows: _____.

The proposed arrangement for compensation is as follows: _____.

To the best of the applicant's knowledge, the professional's connection with the Debtors, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the Office of the United States Trustee, is as follows:

- None
- Describe connection: _____

To the best of the applicant's knowledge, the professional (check all that apply):

- does not hold an adverse interest to the estates.
- does not represent an adverse interest to the estates.
- is a disinterested person under 11 U.S.C. § 101(14).
- does not represent or hold any interest adverse to the Debtors or their estates with respect to the matter for which he/she will be retained under 11 U.S.C. § 327(e).

Other; explain:

If the professional is an auctioneer, appraiser or realtor, the location and description of the property is as follows: _____.

Wherefore, the applicant respectfully requests authorization to employ the professional to render services in accordance with this application, with compensation to be paid as an administrative expense in such amounts as the Court may hereafter determine and allow.

COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.
Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,
Debtors-in-Possession

By: /s/ Michael D. Sirota
Michael D. Sirota
Warren A. Usatine
Ryan T. Jareck
Nicholas B. Vislocky

DATED: _____, 2013

EXHIBIT C

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)

**COLE, SCHOTZ, MEISEL,
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Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,
Debtors-in-Possession

In re:

RIH ACQUISITIONS NJ, LLC, *et al.*,¹

Debtors-in-Possession.

Case No. 13-

Judge:

Chapter 11

(Joint Administration Pending)

Recommended Local Form: Followed Modified

**CERTIFICATION OF PROFESSIONAL IN SUPPORT OF APPLICATION
FOR RETENTION OF NON-BANKRUPTCY LEGAL
PROFESSIONAL *NUNC PRO TUNC* TO THE FILING DATE**

I, [INSERT NAME], being of full age, certify as follows:

1. I am seeking authorization for retention of [FIRM NAME] as:_____.

2. My professional credentials include: _____

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).

3. I am a member of or associated with the firm of: _____

4. Subject to the specific terms of the engagement letter attached as **Exhibit A** hereto (if any), the professional services to be rendered are as follows:

5. Subject to the specific terms of the engagement letter attached as **Exhibit A** hereto (if any), the proposed arrangement for compensation, including hourly rates, if applicable, is as follows:

6. **[INSERT FIRM]** has conducted a conflict search on the entities identified on the list attached as **Exhibit B** hereto and based on such conflict search to the best of my knowledge, after reasonable and diligent investigation, the connections of my firm, its members, shareholders, partners, associates, officers and/or employees with the Debtors, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the Office of the United States Trustee, are as follows:

None

Describe Connection: _____

7. **[INSERT FIRM]** has conducted a conflict search as on the entities identified on the list attached as **Exhibit B** hereto and based on such conflict search to the best of my

knowledge, my firm, its members, shareholders, partners, associates, officers and/or employees and I (check all that apply):

- do not hold an adverse interest to the estates.
- do not represent an adverse interest to the estates.
- are disinterested under 11 U.S.C. § 101(14).
- do not represent or hold any interest adverse to the Debtors or their estates with respect to the matter for which I will be retained under II U.S.C. § 327(e).
- Other. Explain: _____

8. If the professional is an auctioneer,

a. A surety bond in accordance with D.N.J. LBR 2014-1(B)(2) is attached.

Yes No

b. My qualifications and previous experience as an auctioneer include: _____

c. Have you or any member of your firm ever been convicted of any criminal offense, other than motor vehicle violations? Yes No

If yes, explain: _____

9. If the professional is an auctioneer, appraiser or realtor, the location and description of the property is as follows: _____

10. The exhibits attached hereto are as follows:

Exhibit A - Engagement Letter, if any

Exhibit B - List for Conflict Search

I certify that the foregoing statements made by me are true, I am aware that if any of the foregoing statements made by inc are willfully false, I am subject to punishment.

Date: _____, 2013

[INSERT NAME]

EXHIBIT A

ENGAGEMENT LETTER (IF ANY)

EXHIBIT B

LIST FOR CONFLICT SEARCH

LIST OF ENTITIES FOR RIH ACQUISITIONS NJ, LLC, ET AL.
POTENTIAL PARTIES-IN-INTEREST

DEBTORS

RIH Acquisitions NJ, LLC
d/b/a The Atlantic Club Casino Hotel
RIH Propco NJ, LLC

MEMBERS, OFFICERS AND DIRECTORS

Board Member:

Thomas J. Barrack, Jr.

Officers:

Eric Matejevich, Co-Chief Operating Officer
Michael Frawley, Co-Chief Operating Officer
Patricia Rocco, Vice President of Human Resources
Greg Sherbon, Vice President of Finance
Charles J. Guenther, Vice President of Surveillance
Scott W. Clark, Vice President of Food and Beverage
Nicholas Nickolich, Vice President of Gaming Operations
James F. Kinee, Vice President of Operations
Holly A. Campano, Vice President of marketing
Karen M. Wosnack, Vice President and General Counsel
Mary Beth (Birtwistle) Gilson, Executive Director of Internal Audit
Dennis M. O'Brien, Director of Surveillance
John Zulawski, Director of Security

SIGNIFICANT PROFESSIONALS

Cole, Schotz, Meisel, Forman & Leonard, P.A.
Willkie Farr & Gallagher LLP
Duane Morris LLP
Imperial Capital LLC
Mercer (US) Inc.

SIGNIFICANT SECURED CREDITORS

Tax Sale Certificate Holders

FNA Jersey BOI LLC

Other Significant Secured Creditors

Aristocrat Technologies, Inc.
Atlantic City Coin & Slot Service Company, Inc.
Bally Gaming, Inc. / Bally Technologies, Inc.
Baumgardner Floor Covering, Ltd. d/b/a BFC, Ltd.
IGT Parts
International Gaming Technology
KGM Gaming
Konami Gaming, Inc.
NEC Financial Services, LLC
Network Construction Co., Inc.
Otis Elevator Company Northeast Region
WMS Gaming, Inc.

NON-DEBTOR AFFILIATES AND EQUITY HOLDERS

RIH Resorts, LLC
RIH Casino Resorts, LLC
RIH NJ Holdings, LLC
Resorts International Holdings, LLC
RIH Co-Issuer, Inc.
RIH Voteco, LLC
RIH Coinvestment Voteco, LLC
RIH Coinvestment Partners II, L.P.
RIH Coinvestment Partners, L.P.
RIH Genpar, LLC
Colony Capital LLC
Colony RIH Holdings, LLC
Colony Investors VI, L.P.
Colony Investors VII, L.P.

LARGEST UNSECURED CREDITORS

National Retirement Fund
AC Electric
Agilysys NV, LLC
All Risk Inc.
Atlantificare Physician Group PA
Attilio Esposito Inc.
Bally Gaming Inc.
Bunzl Philadelphia
Carrier Corporation
Casino Lobster
Clear Channel Outdoor

**Duane Morris LLP
Graham Curtin, P.A.
Int'l Game Technology
Mark It Smart, Inc.
Schindler Elevator Corp.
Standard Textile Co Inc.
US Food Service, Inc.
Willkie Farr & Gallagher
WMS Gaming Inc.**

PROPOSED DIP LENDERS:

**Northlight Trust I, a Delaware statutory trust and affiliate of Northlight Financial LLC
Standard General Fund**

SIGNIFICANT LITIGANTS

Workers Compensation

**Abou-Elnaga, Nagwa
Acevedo, Fidelina
Alesandrini, James
Alzate-O'Campo, Diego
Andrews, Karen
Arreaga-Mite, Maria
Aste, Marlo
Avelino, Max
Baez, Carmen
Barreda, Erick
Bereziak, Olga
Bermudez, Rosa
Bethea, George
Braithwaite, Anthony
Broomhead, Robert
Burns, Paul
Buxton, David
Cabrerera, Valentina
Calabrese, Yvonne
Capella, Deborah
Caraballo, Eliezer
Carr, Joseph
Carson, Ron
Catroppa, Vincent
Clark, Barbara
Cooperstein, Louise
Culmone, Angela**

Cundiff, Lisa
DeCarrasco, Antonia
Desrosiers, Michael
DiDonato, Linda
Disla, Alexis
Edia, Manjula
Feldman, Deborah
Fenner, Michael
Ferri, Roland
Figuroa, Fidelina
Florez, Luz
Fredericks, John
Ge, Shu Min
Ginipro, Doreen
Girone, Eugene
Gomez, Louis
Gomez, Rey
Gonzales, Lyzaima
Gray, Arthur
Guma, Anthony
Hallett, Joan
Heath, Lauren
Huaccamayta, Efrain
Huggins, Valerie
Hutton, Brenda
Huynh, Hue
Jenkins, Randolph
Johnson, Charles
Johnson, Gregg
Juhas, Andrew
Kemler, Sheryl
Klingensmith, Noreen
Laspina, Joseph
Lewis, Steve
Linder, Linda
Lopez, Marisol
Love, Lamont
Macrina, Karyn
Mankad, Vinaykant
McFarland, Andrew
Medley, Deanna
Mejia, Antolina
Mencia, Abigail
Migone, Joseph
Mojica, Elena
Moreno, Nahun

Moya, Luis
Mur, Camillo
Nargi, Richard
Oppenheim, Jodi
Orange, Cathy
Ortiz, Anthony
Ortiz, Luis
Pagano, Louis
Papandrea, Frank
Patel, Pravinkumar
Patel, Rekhaven
Payne, Dolly
Paynter, Glen
Perez, Eduardo
Perez, Hector
Perez, Melitza
Plummer, Juan
Pollaro, Robert
Potier, Elizabeth
Preston, Jonathan
Raczka, Jack
Ramirez, Solangel
Reyes, Basilia
Richardson, Kim
Rivera, Teodoro
Rodriguez, Aida
Rodriguez, Hector
Rodriguez, Jessica
Rodriguez, Mary
Rodriquez, Jessica
Rosen-Matthews, Donna
Ross, Francis
Russell, Violetta
Schoener, Earlene
Shah, Jayaben
Simpson, Jason
Soltroff, Rhonda
Soto, Olivia
Spriggs, Lillie
Tabak, Frima
Taitleman, Margot
Tejeda, Altagracia
Tejeda-Chalmers, Altagracia
Tillman, Camille
Torres, Janet
Townsel, Kirk

Tripardella, Theresa
Valentin, Carmen
Vazquez, Luis
Ventura, Frances
Wagner, Greg
Wallace, Lola
Wimbish, Tangela
Zapata, Marleny
Zelaya, Neomi
Zelidon, Elsa

General Liability

Arciero, Camille and Rudy
Baginsky, Eileen
Bianchi, Joseph
Cameron, Dionne
Capriotti, Marlene and Joseph
Cavanaugh, Ed
Chiw, Wayne
Connelly, Julia
Davis, Monique
DiDonato, Linda
Dutra, Frances
Fedullo, Patricia
Frenchella, Morton
Godsey, Raymond
Handwerk, Theresa
Jata, Daniel
Johnson, Gregg
Kamer, Phyllis
Kane, James, Jr.
Klingensmith, Noreen
Lazala, Maria
Lucca, Nuncio
Mackler, Ruth
Marrone, George
Medley, Deanna
Nerz, Melanie
Nguyen, Bach
Oldford Group, Ltd.
Rational Group US Holdings, Inc.
Rinaldi, Lucille
Smoaks, Bertha
Solomon, Joan
Sorrentino, Anna

Templeton, Anna
Ventriglio, Anthony
White, Susan
Wong, Amy
Wong, Elaine
Wong, Thomas
Young, Richard
Young, Susan

INSURERS

ACE American Insurance Company
Allied World Assurance Co., Inc.
Alterra Excess & Surplus Insurance Company
Arch Specialty Insurance Group
Aspen Specialty Insurance Company
AXIS Surplus Insurance Co.
Beazley Insurance Co., Inc.
Chubb Group of Insurance Companies
Cigna Dental
CNA Insurance Company
Connecticut General Life Insurance Co.
Continental Casualty Company
Essex Insurance Company
Federal Insurance Company
Fireman's Fund Insurance Company
First Insurance Funding
Hudson Insurance Company
Lincoln Financial Group
Lloyd's of London
National Union Fire Company of Pittsburgh, PA
Navigators Insurance Company
New Hampshire Insurance Company
North American Specialty Insurance Company
RSUI Indemnity Company
St. Paul Fire & Marine Insurance Company
The Lincoln National Life Insurance Company
Torus Specialty Insurance Company
Travelers Casualty & Surety Company
Travelers Property Casualty Company of America
United States Fire Insurance Company
Westchester Fire Insurance Company
Westchester Surplus Lines Insurance Co.

UNIONS

**Local Union 623 of Carpenters
International Union of Operating Engineers -Local 68
Painters District Council 711
UNITE HERE Local 54**

REGULATORY AGENCIES

**Casino Reinvestment Development Authority
New Jersey Casino Control Commission
Board Members: Chairman and CEO Matthew B. Levinson, Vice Chair Sharon Anne
Harrington and Commissioner Alisa Cooper
New Jersey Division of Gaming Enforcement
New Jersey Department of Environmental Protection**

UTILITIES

**Atlantic City Electric
South Jersey Gas Co.
Verizon Wireless
Verizon, New Jersey
AT&T Communications
Comcast Business Communication
Atlantic City Sewerage Co.
Atlantic City Municipal Utilities Authority**

BANKS

TD Bank, N.A.

UNITED STATES BANKRUPTCY JUDGES FOR THE DISTRICT OF NEW JERSEY

**Chief Judge Gloria M. Burns
Judge Rosemary Gambardella
Judge Judith H. Wismur
Judge Novalyn L. Winfield
Judge Kathryn C. Ferguson
Judge Christine M. Gravelle
Judge Donald H. Steckroth
Judge Morris Stern
Judge Michael B. Kaplan**

**UNITED STATES DISTRICT COURT JUDGES FOR THE DISTRICT OF NEW
JERSEY**

**Chief Judge Jerome B. Simandle
Judge Stanley S. Brotman**

Judge Renee Marie Bumb
Judge Ann Marie Donio
Judge Noel L. Hillman
Judge Joseph E. Irenas
Judge Robert B. Kugler
Judge Joseph H. Rodriguez
Judge Joel Schneider
Judge Karen M. Williams

OFFICE OF THE UNITED STATES TRUSTEE

Roberta DeAngeles, United States Trustee
Martha Hildenbrandt, Assistant U.S. Trustee
Michael W. Aponte, Paralegal Specialist
Kirsten K. Ardelean, Bankruptcy Analyst
Francyne D. Arendas, Bankruptcy Analyst
Michael Artis, Trial Attorney
Peter J. D'Auria, Trial Attorney
Rosemarie-Giles, Legal Assistant
Tia Green, Legal Assistant
Mitchell B. Hausman, Trial Attorney
Shining J. Hsu, Trial Attorney
Joseph C. Kern, Bankruptcy Analyst
Daniel C. Kropiewnicki, Bankruptcy Analyst
Donald F. MacMaster, Trial Attorney
Ivette Morales, Secretary
Brenda J. Naughton, Paralegal Specialist
Tina L. Oppelt, Paralegal Specialist
Carmina Rosa, Legal Data Technician
Robert J. Schneider, Jr., Trial Attorney
Jessica Snyder, Paralegal Specialist
Jeffrey Sponder, Trial Attorney
Fran B. Steele, Trial Attorney
James Stives, Paralegal Specialist
Maria Suppa, Paralegal Specialist
William J. Ziemer, Bankruptcy Analyst

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)

**COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.**

A Professional Corporation
Court Plaza North
25 Main Street
P.O. Box 800
Hackensack, NJ 07602-0800
(201) 489-3000
(201) 489-1536 Facsimile
Michael D. Sirota, Esq.
Warren A. Usatine, Esq.
Ryan T. Jareck, Esq.
Nicholas B. Vislocky, Esq.
Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,
Debtors-in-Possession

Case No. 13-
Judge:
Chapter 11
(Joint Administration Pending)

In re:

RIH ACQUISITIONS NJ, LLC, *et al.*,¹

Debtors-in-Possession.

Recommended Local Form: Followed Modified

**ORDER AUTHORIZING RETENTION OF [INSERT NAME] AS NON-BANKRUPTCY
LEGAL PROFESSIONAL TO THE DEBTORS *NUNC PRO TUNC*
TO THE FILING DATE**

The relief set forth on the following pages, numbered two (2) and three (3), is hereby

ORDERED.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).

The applicant, _____, is the (check all that apply):

Trustee: Chap. 7 Chap. 11 Chap. 13

Debtor: Chap. 11 Chap. 13

Official Committee of _____

Name of Professional: **[INSERT FIRM]**

Address of Professional: **[INSERT ADDRESS]**

Attorney for (check all that apply):

Trustee Debtor-in-Possession

Official Committee of _____

Accountant for:

Trustee Debtor-in-Possession

Official Committee of _____

Other Professional:

Realtor Appraiser Special Counsel

Auctioneer Other (specify):

Upon the applicant's request for authorization to retain the professional named above, It is hereby **ORDERED** as follows:

1. The Applicant is authorized to retain the above party in the professional capacity on the terms as set forth in the Application.

2. Compensation shall be paid in such amounts as may be allowed by the Court upon proper application(s) therefore pursuant to Order Authorizing the Retention and Compensation of Non-Bankruptcy Legal Professionals *Nunc Pro Tunc* to the Filing Date dated _____, 2013.

3. The effective date of the retention is *nunc pro tunc* to the Filing Date.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)

**COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.**

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Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,
Debtors-in-Possession

In re:

RIH ACQUISITIONS NJ, LLC, *et al.*,¹

Debtors-in-Possession.

Case No. 13-

Judge:

Chapter 11

(Joint Administration Pending)

Hearing Date and Time:

_____, 2013, at __: __.m.

**ORDER AUTHORIZING THE RETENTION AND COMPENSATION OF NON-
BANKRUPTCY LEGAL PROFESSIONALS NUNC PRO TUNC TO THE FILING DATE**

The relief set forth on the following pages, numbered two (2) through nine (9), is hereby
ORDERED.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).

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Debtor: RIH ACQUISITIONS NJ, LLC, *et al.*
Case No: 13-
Caption of Order: ORDER AUTHORIZING THE RETENTION AND COMPENSATION
OF NON-BANKRUPTCY LEGAL PROFESSIONALS *NUNC PRO
TUNC* TO THE FILING DATE

THIS MATTER having been opened to the Court by RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (“**RIH Acquisitions**”) and RIH Propco NJ, LLC, the within debtors and debtors-in-possession (the “**Debtors**”), by and through their proposed counsel, Cole, Schotz, Meisel, Forman & Leonard, P.A., for the entry of an Order pursuant to Sections 327(e), 328, 330 and 331 of Title 11 of the United States Code (the “**Bankruptcy Code**”) and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) authorizing the retention and compensation of non-bankruptcy legal professionals *nunc pro tunc* to the commencement of these cases (the “**Filing Date**”); and it appearing that good and sufficient notice of the Motion having been provided as evidenced by the Affidavit of Service filed with the Court; and the Court having considered all the moving papers, the opposition thereto, if any, and the arguments of counsel, if any; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and other good cause having been shown,

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Debtor: RIH ACQUISITIONS NJ, LLC, *et al.*
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TUNC* TO THE FILING DATE

IT IS ORDERED that:

1. RIH Acquisitions is hereby authorized, but not required, pursuant to Sections 327(e) and 105 of the Bankruptcy Code, to retain lawyers and other legal professionals to provide non-bankruptcy legal services (the “**Non-Bankruptcy Legal Professionals**”) of the type provided to RIH Acquisitions in the ordinary course of their businesses *nunc pro tunc* to the Filing Date, subject to the terms, conditions and procedures set forth herein.

2. The following procedures for RIH Acquisitions’ retention of Non-Bankruptcy Legal Professionals are hereby approved:

(a) Each Non-Bankruptcy Legal Professional shall file with the Court a retention application substantially in the form attached as **Exhibit B** (the “**Retention Application**,” which is a modified version of the recommended local form) and serve same via regular mail on the Notice Parties (as such term is defined in paragraph 4 below).

(b) The Retention Application shall include a supporting Certification (the “**Supporting Certification**,” a form of which is attached hereto as **Exhibit C**) which:

- (i) recites the scope of legal services contemplated (providing a copy of an engagement letter, if applicable);
- (ii) confirms that the Non-Bankruptcy Legal Professional has completed a conflicts search; and
- (iii) affirms that the Non-Bankruptcy Legal Professional shall be bound by the terms and conditions of this Order with respect to, among other things, procedures for the payment of fees.

(c) RIH Acquisitions’ retention of Non-Bankruptcy Legal Professionals shall be authorized *nunc pro tunc* to the Filing Date; provided, however, that the United

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States Trustee's Office reserves the right to object to *nunc pro tunc* retention of any particular Non-Bankruptcy Legal Professional for reasons specific to that Non-Bankruptcy Legal Professional.

(d) Any party-in-interest that objects to the retention of a Non-Bankruptcy Legal Professional must, within fifteen (15) days of the filing of that professional's Retention Application, file a written objection with the Court, stating the reasons for such objection, and serve same via regular mail on the Notice Parties.

(e) In the event objections are not timely filed, retention of the Non-Bankruptcy Legal Professional shall be deemed approved (the "**Approved Professional**"). Thereafter, the Debtors' counsel shall submit a certificate of no objection and request the Court to enter an Order authorizing retention of the Approved Professional (the "**Retention Authorization Order**"). In the event an objection is filed, the Debtors will request the Court to consider and resolve such objection.

3. Upon entry of a Retention Authorization Order, RIH Acquisitions shall be authorized and empowered to pay the Approved Professionals in accordance with the following procedures:

(a) On or before the twenty-fifth (25th) day of each month following the month for which compensation is sought, each Approved Professional or Debtors' counsel on its behalf, shall file with the Court a monthly fee statement (the "**Monthly Fee Statement**"). Attached to or incorporated in the Monthly Fee Statement shall be a statement from each Approved Professional which details the following:

- (i) The dates of services rendered;
- (ii) The services rendered on each date and the identity of the person rendering the service;

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- (iii) The time spent in the rendering of each service, in increments of tenths (1/10th) of an hour;
- (iv) The normal billing rate for each person;
- (v) At the end of the statement, a total of the time spent by each individual performing services;
- (vi) A list of actual, not estimated, expenses, summarized by category, such as computer assisted research (which shall not be more than the actual cost), outgoing facsimile transmissions, (which shall not exceed \$1.00 per page, with no charge for incoming facsimiles), telephone charges, airfare, means, lodging and photocopying (which shall not exceed \$20 per page); and
- (vii) The amount requested to be paid to each Approved Professional for legal services rendered and out-of-pocket disbursements.

(b) Notwithstanding the requirements of subparagraphs (a)(i) through (iv) above, the Approved Professionals retained on a commission or contingency basis shall be required to file a statement only which reflects the approved fee arrangement as provided in the Retention Authorization Order pertaining to such Non-Bankruptcy Legal Professional.

(c) Any objection to a Monthly Fee Statement shall be in writing and filed with the Court and simultaneously served via regular mail on the Notice Parties within twenty (20) days of the filing of the Monthly Fee Statement. An objector shall set forth the nature of the objection, the Approved Professional whose fees are disputed and the amount of fees and/or expenses at issue (the “**Disputed Amounts**”).

(d) In the event no objections are timely filed, Debtors’ counsel shall submit a certificate of no objection and RIH Acquisitions shall be authorized to make payments to each of the Approved Professionals in the customary manner and in the full amount set forth in the Monthly Fee Statement. For the sake of clarity, it is specifically noted that a twenty percent (20%) holdback of fees shall not be applicable to the Approved Professionals covered by this Order.

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Debtor: RIH ACQUISITIONS NJ, LLC, *et al.*
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(e) In the event an objection is timely filed, payment of the Disputed Amount shall not be made to the Approved Professional unless the objection is resolved or upon further order of the Court; however, the Debtors nonetheless shall be authorized to pay in full all non-disputed amounts set forth in the Monthly Fee Statement.

(f) If the parties to an objection are able to resolve their objection and if the party subject to the objection serves upon all the Notice Parties (defined below) a statement indicating the objection is withdrawn and describing the terms of the resolution, then RIH Acquisitions promptly shall pay that portion of the Monthly Fee Statement which is no longer subject to an objection, to the extent so authorized by its cash collateral or financing order(s), if applicable.

(g) The service of an objection to a Monthly Fee Statement shall not prejudice the objecting party's right to object to any fee application made to the Court in accordance with the Bankruptcy Code on any ground whether raised in the objection or not.

(h) The decision by any party not to object to a Monthly Fee Statement shall not be deemed or construed as a waiver of any kind or prejudice that party's right to object to any fee application subsequently made to the Court in accordance with the Bankruptcy Code.

(i) Interim Fee Applications

(i) Beginning with, approximately, the six (6) month period ending on or about 180 days after the Filing Date, and thereafter at six (6) month intervals or at such other intervals convenient to the Debtors and the Court, the Approved Professional shall file with the Court and serve via regular mail on the Notice Parties a request for interim court approval (the "**Interim Fee Application Request**") for the compensation and reimbursement of expenses sought in the monthly statements filed during such period (the "**Interim Fee Period**").

(ii) The Interim Fee Application Request must include a summary of the Monthly Fee Statements that are the subject of the request and any other information requested by the Court and shall comply

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with the applicable mandates of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules for the District of New Jersey, and Third Circuit law.

- (iii) Each Approved Professional must file the Interim Fee Application Request within forty-five (45) days after the end of the Interim Fee Period for which the request seeks allowance of fees and reimbursement of expenses.
- (iv) Any Approved Professional that fails to file the Interim Fee Application Request when due will be ineligible to receive further interim payments of fees or expenses under this Order until such time as the Interim Fee Application Request is submitted by the Approved Professional.

(j) The pendency of a fee application or a Court order that payment of compensation or reimbursement of expenses was improper as to a particular Monthly Fee Statement shall not disqualify an Approved Professional from the further payment of compensation or reimbursement of expenses, unless otherwise ordered by this Court. Additionally, the pendency of an objection to payment of compensation or reimbursement of expenses will not disqualify an Approved Professional from future payment of compensation or reimbursement of expenses, unless this Court orders otherwise.

(k) The Debtors shall request that the Court schedule a hearing on Interim Fee Application Requests at least once every six months, or at such other intervals as the Court or the Debtors deem appropriate.

(l) Neither (i) the payment of nor failure to pay, in whole or in part, monthly interim compensation and reimbursement of expenses nor (ii) the filing of nor failure to file an objection will bind any party in interest or the Court with respect to the allowance of interim or final applications for compensation and reimbursement of expenses of any Approved Professional. All fees and expenses paid to Approved Professionals are subject to disgorgement until final allowance by the Court.

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Debtor: RIH ACQUISITIONS NJ, LLC, *et al.*
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4. Any and all payments by RIH Acquisitions of the reasonable fees and expenses of the Approved Professionals shall be made in accordance with the budget approved by the Debtors' Motion for an Order Authorizing the Borrowing Under A Debtor-In-Possession Financing Facility Pursuant to 11 U.S.C. § 364.

5. Notice to be provided in accordance with this Order shall be given to the following parties (collectively, the "**Notice Parties**"):

- (a) Counsel for the Debtors, Cole, Schotz, Meisel, Forman & Leonard, P.A., Court Plaza North, 25 Main Street, P.O. Box 800, Hackensack, New Jersey 07602-0080 (Attention: Michael D. Sirota, Esq.);
- (b) United States Trustee for the District of New Jersey, One Newark Center, Suite 2100, Newark, New Jersey 07102;
- (c) Counsel for the Official Committee of Unsecured Creditors appointed in these cases;
- (d) The New Jersey Casino Control Commission, Arcade Building, Tennessee Avenue and The Boardwalk, Atlantic City, New Jersey 08401;
- (e) New Jersey Attorney General, Department of Law and Safety, Division of Gaming Enforcement, P.O. Box 047, Trenton, New Jersey 08625;
- (f) Counsel to the DIP lender; and
- (g) All other parties filing a Notice of Appearance and request for notices pursuant to Fed. R. Bankr. P. 2002.

6. All time periods referenced in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

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7. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation or implementation of this Order.

8. The Debtors shall include all payments to Approved Professionals on their monthly operating reports, detailed so as to state the amount paid to such Approved Professionals.

9. A true copy of this Order shall be served on all parties-in-interest within seven (7) days hereof.