

Presentment Date: August 18, 2022, at 12:00 p.m. (Prevailing Eastern Time)  
Objection Deadline: August 17, 2022, at 4:00 p.m. (Prevailing Eastern Time)

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

In re:

PARETEUM CORPORATION, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No.: 22-10615 (LGB)

(Jointly Administered)

**DEBTORS' MOTION FOR AN ORDER PURSUANT TO  
FED. R. BANKR. P. 9006(b) AND 9027 EXTENDING TIME  
WITHIN WHICH TO FILE NOTICES OF REMOVAL OF CIVIL ACTIONS**

TO THE HONORABLE LISA G. BECKERMAN  
UNITED STATES BANKRUPTCY JUDGE:

Pareteum Corporation ("Pareteum") and certain of its affiliates, as debtors and debtors in possession (collectively, the "Debtors") in the above-captioned Chapter 11 cases (the "Chapter 11 Cases"), hereby submit this motion (the "Motion") for entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Proposed Order"), pursuant to 28 U.S.C. § 1452 and Rules 9006(b) and 9027 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 9006-2 of the Local Bankruptcy Rules for the Southern District of New York (the "Local Bankruptcy

<sup>1</sup> The Debtors in the Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: Pareteum Corporation (7538); Pareteum North America Corp. (f/k/a Elephant Talk North America Corp.) (9623); Devicescape Holdings, Inc. (2909); iPass, Inc. (4598); iPass IP LLC (2550); Pareteum Europe B.V.; Artidium Group Ltd. (f/k/a Artidium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (f/k/a Artidium N.V.). The mailing address of the Debtors, solely for the purposes of notices and communications, is c/o Saccullo Business Consulting, LLC, Crimson King Drive, 2nd Floor, Bear, DE 19701.



Rules”), extending the time within which to file notices of removal of civil actions and proceedings pending in state and federal courts in the United States to which the Debtors are parties (the “Civil Actions”). In support of this Motion, the Debtors, by and through their undersigned counsel, respectfully represent that:

### **JURISDICTION AND VENUE**

1. The United States Bankruptcy Court for the Southern District of New York (the “Court”) has jurisdiction to consider the Motion and the relief requested herein pursuant to 28 U.S.C. §§ 157 and 1334. Consideration of this Motion is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. Venue of the Chapter 11 Cases and this Motion is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The legal predicates for the relief requested herein are 28 U.S.C. § 1452, Bankruptcy Rules 9006 and 9027, and Local Bankruptcy Rule 9006-2.

### **BACKGROUND**

#### **A. The Chapter 11 Cases**

4. On May 15, 2022 (the “Petition Date”), the Debtors each commenced a voluntary Chapter 11 case by filing a petition for relief under Chapter 11 of the Bankruptcy Code in this Court. On May 18, 2022, the Court entered an order authorizing the joint administration and procedural consolidation of the Chapter 11 Cases pursuant to Bankruptcy Rule 1015(b) [Docket No. 37].

5. The Debtors continue to manage their post-sale affairs as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108. On May 24, 2022, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Creditors’ Committee”)

pursuant to section 1102(a) of the Bankruptcy Code [Docket No. 52]. No trustee or examiner has been appointed in these Chapter 11 Cases.

6. On June 28, 2022, each of the Debtors timely filed their respective schedules of assets and liabilities and statement of financial affairs (collectively, the “Schedules”).

7. Additional factual background information regarding the Debtors, including their business operations, their corporate and capital structure, and the events leading to these Chapter 11 Cases, is set forth in detail in the *Declaration of Laura W. Thomas in Support of the Debtors’ Chapter 11 Petitions and First Day Pleadings* [Docket No. 3] (the “First Day Declaration”).

**B. The Sale Process and Global Settlement**

8. On May 31, 2022, the Court entered the *Order (I) Approving (A) Bidding Procedures for Sales of Debtors’ Assets, (B) Stalking Horse Expense Reimbursement, (C) Form and Manner of Notice of Sales, Auction, and Sale Hearings, and (D) Assumption and Assignment Procedures; (II) Scheduling Auction and Sale Hearings; And (III) Granting Related Relief* [Docket No. 76], which, among other things, authorized the Debtors to commence a sale process for substantially all the Debtors assets (the “Sale”) based upon an asset purchase agreement between the Debtors, as sellers, and Circles MVNE Pte. Ltd. and Channel Ventures Group, LLC, as purchasers (together, the “Purchasers”).

9. On June 30, 2022, the Court entered the *Order (I) Approving Asset Purchase Agreement Among Sellers and Buyer; (II) Authorizing Sale of Certain of the Debtors’ Assets Free and Clear of Liens, Claims, Interests, and Encumbrances; (III) Authorizing Assumption and Assignment of Certain Executory Contract and Leases in Connection Therewith; and (IV) Granting Related Relief* [Docket No. 167] (the “Sale Order”).

10. Subsequent to entry of the Sale Order, the Debtors entered into a settlement and release agreement between the Debtors, the Creditors' Committee, and the Purchasers (the "Global Settlement").

11. On July 8, 2022, the Court entered the *Order Authorizing and Approving Global Settlement and Release Agreement* [Docket No. 201], which, among other things, approved the Global Settlement.

12. The Debtors closed the Sale on July 11, 2022 [Docket No. 212] (the "Sale Closing").

**C. The Debtors' Anticipated Plan Process**

13. Upon the Sale Closing, the Debtors ceased business operations, the resignation of Debtors' current directors and officers became effective, and the Debtors' has moved toward completing the wind down of their affairs through a Chapter 11 liquidating plan, pursuant to which, among other things, a liquidating trust will be established, and a liquidation trustee selected by the Committee will be appointed. The Debtors engaged Saccullo Business Consulting, LLC to provide Anthony M. Saccullo as the wind-down officer to the Debtors effective as of July 5, 2022 (the "Wind-Down Officer") to administer the Debtors' estates from the Sale Closing through the effective date of a liquidating plan. The Court approved the engagement by order dated July 21, 2022 [Docket No. 235].

14. The Debtors will shortly file the *Debtors' Application for an Order (I) Approving Certain Key Dates Relating to Confirmation of the Debtors' Plan, Including Scheduling a Combined Hearing to Consider Approval of Debtors' Disclosure Statement and Plan; (II) Approving the Form and Manner of Combined Hearing Notice; (III) Approving the Debtors' Disclosure Statement on a Provisional Basis; (IV) Approving (A) Procedures for Solicitation; (B) Forms of Ballots; (C) Procedures for Tabulation of Votes; and (D) Procedures*

*for Objections; and (V) Establishing a Bar Date for Filing Administrative Claims Arising From the Petition Date Through and Including August 31, 2022 (the "Solicitation Procedures Motion")*, as well as the *Disclosure Statement for the Chapter 11 Plan of Liquidation for Pareteum Corporation and Certain of its Affiliates* (as it may be amended, modified, and / or supplemented from time to time, the "Disclosure Statement") and the *Chapter 11 Plan of Liquidation for Pareteum Corporation and Certain of its Affiliates* (as it may be amended, modified, and / or supplemented from time to time, "Plan").

15. The Solicitation Procedures Motion seeks Court approval of a plan confirmation timeline pursuant to which the Debtors will solicit votes on the Plan in September 2022 with a combined hearing to approve the Disclosure Statement and confirm the Plan to be held on October 6, 2022.

16. Upon the effective date of the Plan, a liquidating trustee (the "Liquidating Trustee") will be vested with the power and authority to administer the Debtors' estates pursuant to the Plan and the liquidating trust agreement.

17. As noted in their Schedules, the Debtors are parties to at least seventeen (17) Civil Actions. Part of the Liquidating Trustee's responsibilities will be to evaluate the Civil Actions to determine whether any should be removed to this Court to the extent the Debtors do not make such determinations prior the effective date of the Plan.

18. The Removal Period (as defined below) is currently set to expire on August 15, 2022.

#### **RELIEF REQUESTED**

19. By this Motion, the Debtors respectfully request entry of the Proposed Order, substantially in the form attached hereto as **Exhibit A**, pursuant to 28 U.S.C. § 1452 and Bankruptcy Rule 9006(b) and Local Bankruptcy Rule 9006-2,

extending the time under Bankruptcy Rule 9027(a) to file notices of removal (the "Removal Period") of the Civil Actions to December 30, 2022 (*i.e.*, 137 days from the current deadline to remove actions),<sup>2</sup> without prejudice to the Debtors' or Liquidating Trustee's right, as applicable, to seek further extensions.<sup>3</sup>

#### **BASIS FOR RELIEF**

20. 28 U.S.C. § 1452 provides for the removal of actions related to bankruptcy cases and provides, in pertinent part:

A party may remove any claim or cause of action in a civil action other than a proceeding before the United States Tax Court or a civil action by a governmental unit to enforce such governmental unit's police or regulatory power, to the district court for the district where such civil action is pending, if such district court has jurisdiction of such claim or cause of action under section 1334 of this title.

28 U.S.C. § 1452(a).

21. Bankruptcy Rule 9027 sets forth the time periods for the filing of notices to remove prepetition claims or causes of action and provides, in pertinent part:

If the claim or cause of action in a civil action is pending when a case under the [Bankruptcy] Code is commenced, a notice of removal may be filed only within the longest of (A) 90 days after the order for relief in the case under the [Bankruptcy] Code, (B) 30 days after entry of an order terminating a stay, if the claim or cause of action in a civil action has been stayed under § 362 of the [Bankruptcy] Code, or (C) 30 days after a trustee qualifies in a chapter 11 reorganization case but not later than 180 days after the order for relief.

Fed. R. Bankr. P. 9027(a)(2).

22. Pursuant to Bankruptcy Rule 9027, the Removal Period for the Civil Actions is currently set to expire on August 15, 2022.

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<sup>2</sup> Calculated in accordance with Bankruptcy Rule 9006(a).

<sup>3</sup> Pursuant to Local Bankruptcy Rule 9006-2, the filing of the Motion automatically extends the Removal Period until the Court determines this Motion.

23. Bankruptcy Rule 9006(b), however, permits the Court to extend the Removal Period “for cause shown” and provides, in pertinent part:

Except as provided in paragraphs (2) and (3) of this subdivision, when an act is required or allowed to be done at or within a specified period by these rules or by a notice given thereunder or by order of court, the court for cause shown may at any time in its discretion (1) with or without motion or notice order the period enlarged if the request therefor is made before the expiration of the period originally prescribed or as extended by a previous order or (2) on motion made after the expiration of the specified period permit the act to be done where the failure to act was the result of excusable neglect.

Fed. R. Bankr. P. 9006(b)(1).

24. It is established that, pursuant to Bankruptcy Rule 9006(b)(1), this Court has authority to extend the Removal Period under 28 U.S.C. § 1452 and Bankruptcy Rule 9027. *See In re Fairfield Sentry Ltd. Litig.*, 458 B.R. 665, 691 (S.D.N.Y. 2011) (“Bankruptcy Rule 9006(b)(1) allows the bankruptcy court to enlarge the time for removal before the time for removal expires sua sponte”); *Jandous Elec. Constr. Corp. v. City of N.Y. (In re Jandous Elec. Constr. Corp.)*, 106 B.R. 48, 50 (Bankr. S.D.N.Y. 1989) (indicating that Bankruptcy Rule 9006(b) permits enlargement of time to remove state court actions “if the request therefor is made before the expiration of the period originally prescribed”); *see also Pioneer Inv. Servs. Co. v. Brunswick Assocs. Ltd. P’ship*, 507 U.S. 380, 382 (1993) (“[Bankruptcy] Rule 9006 is a general rule governing the computation, enlargement, and reduction of periods of time prescribed in other bankruptcy rules.”); *In re Piesner*, 130 B.R. 399, 400-01 (Bankr. E.D.N.Y. 1991) (“Bankruptcy Rule 9006, dealing generally with time periods, permits the Court to enlarge the time before the expiration of a specified period if a motion is made before the expiration of the original period”).

25. Courts in this jurisdiction have granted removal extensions similar to the extension requested herein. *See, e.g., In re Frontier Commc'ns Corp.*, Case No. 20-22276 (RDD) (Bankr. S.D.N.Y. Jan. 11, 2022) [Docket No. 2051] (extending removal period by 180 days for the reorganized debtors); *In re Cortlandt Liquidating LLC*, Case No. 20-12097 (SCC) (Bankr. S.D.N.Y. Nov. 16, 2021) [Docket No. 1092] (extending removal period by 180 days for the plan administrator).

26. The Debtors submit that cause exists to extend the Removal Period until December 30, 2022, without prejudice to the Debtors' or Liquidating Trustee's right, as applicable, to seek further extensions.

27. The Debtors and their professionals have worked diligently to obtain Court approval of the sale of substantially all of their assets on a going concern basis and the Sale closed in less than 60 days from the Petition Date. In light of time constraints, neither the Debtors nor the Creditors' Committee has had an opportunity to adequately evaluate the Civil Actions.

28. Consequently, the Debtors require additional time to decide whether any or all of the prepetition Civil Actions should be removed to this Court, and they would prefer that the Liquidation Trustee also have an opportunity to consider the issues. The rights of parties to the Civil Actions will not be unduly prejudiced by the extension requested herein. If a Civil Action is ultimately removed, any party to such action may seek to have such action remanded pursuant to 28 U.S.C. § 1452(b). The relief requested in this Motion does not limit or alter any party's rights under 28 U.S.C. § 1452(b).

29. Moreover, the Debtors expect their Plan to go effective soon after the Plan is confirmed by the Court. Upon the effective date of the Plan, the Liquidating Trustee will similarly need an opportunity to evaluate whether any of the Civil Actions

should be removed. Absent the relief requested herein, neither the Debtors nor the Liquidating Trustee will have sufficient time to make an informed decision concerning removal of the Civil Actions.

30. Based on the foregoing, the Debtors submit that sufficient cause exists to grant the relief requested in this Motion.

**NOTICE**

31. Notice of this Motion and the Proposed Order have been given to (a) the U.S Trustee; (b) counsel for the Creditors' Committee; and (c) any other party which has filed a request for notice in these Chapter 11 Cases. The Debtors submit that no other or further notice need be provided.

**NO PRIOR REQUEST**

32. No prior application for the relief requested herein has been made to this or any other court.

*[Remainder of page intentionally left blank; Concludes on following page]*

**CONCLUSION**

**WHEREFORE**, the Debtors respectfully request entry of the Proposed Order, substantially in the form attached hereto as **Exhibit A**, extending the Removal Period of Civil Actions to December 30, 2022, without prejudice to the Debtors' or Liquidating Trustee's right, as applicable, to seek further extensions, and such other relief as the Court deems appropriate.

Dated: New York, New York  
August 4, 2022

PARETEUM CORPORATION, *ET AL.*  
*Debtors and Debtors in Possession*  
*By their Counsel*  
TOGUT, SEGAL & SEGAL LLP,  
By:

*/s/ Frank A. Oswald*  
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**Exhibit A**

**Proposed Order**

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

In re:

PARETEUM CORPORATION, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No.: 22-10615 (LGB)

(Jointly Administered)

**ORDER PURSUANT TO FED. R. BANKR. P. 9006(b) AND 9027 EXTENDING  
TIME WITHIN WHICH TO FILE NOTICES OF REMOVAL OF CIVIL ACTIONS**

Upon the motion (the "Motion")<sup>2</sup> of the Debtors for entry of an order (this "Order"), pursuant to 28 U.S.C. § 1452, Bankruptcy Rules 9006(b) and 9027, and Local Bankruptcy Rule 9006-2, extending the time within which to file notices of removal of civil actions and proceedings pending in state and federal courts in the United States to which the Debtors are parties (the "Civil Actions"), all as more fully set forth in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested therein; and it appearing that venue of these Chapter 11 Cases and this Motion in this District is proper; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and good and sufficient notice of the Motion having been provided; and no other or further notice need be given; 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 after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

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<sup>1</sup> The Debtors in the Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: Pareteum Corporation (7538); Pareteum North America Corp. (f/k/a Elephant Talk North America Corp.) (9623); Devicescape Holdings, Inc. (2909); iPass, Inc. (4598); iPass IP LLC (2550); Pareteum Europe B.V.; Artilium Group Ltd. (f/k/a Artilium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (f/k/a Artilium N.V.). The mailing address of the Debtors, solely for the purposes of notices and communications, is c/o Saccullo Business Consulting, LLC, Crimson King Drive, 2nd Floor, Bear, DE 19701.

<sup>2</sup> Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Motion.

**ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Motion is GRANTED as provided herein.
2. The time provided by Bankruptcy Rule 9027 within which the Debtors or, upon the effective date of the Plan, the Liquidating Trustee, may file notices of removal of the Civil Actions, is extended until December 30, 2022.
3. Nothing herein shall prejudice the Debtors' or the Liquidating Trustee's right, as applicable, to seek further extensions of the Removal Period.
4. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).
5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.
6. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Dated: New York, New York  
August \_\_, 2022

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**HONORABLE LISA G. BECKERMAN,  
UNITED STATES BANKRUPTCY JUDGE**

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*Counsel to the Debtors  
and Debtors in Possession*

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

In re:

PARETEUM CORPORATION, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No.: 22-10615 (LGB)

(Jointly Administered)

**NOTICE OF PRESENTMENT OF PROPOSED ORDER  
PURSUANT TO FED. R. BANKR. P. 9006(b) AND 9027 EXTENDING  
TIME WITHIN WHICH TO FILE NOTICES OF REMOVAL OF CIVIL ACTIONS**

**PLEASE TAKE NOTICE** that upon the annexed motion (the "Motion")<sup>2</sup> of Pareteum Corporation, the debtors and debtors in possession in above-captioned cases (collectively, the "Debtors"), by their proposed counsel, Togut, Segal & Segal LLP, will present for signature to the Honorable Lisa G. Beckerman, United States Bankruptcy Judge, in her Chambers, United States Bankruptcy Court for the Southern District of New York (the "Court"), One Bowling Green, Room 601, New York, New York 10004-1408, at **12:00 p.m. (prevailing Eastern Time) on August 18, 2022**

<sup>1</sup> The Debtors in the Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: Pareteum Corporation (7538); Pareteum North America Corp. (f/k/a Elephant Talk North America Corp.) (9623); Devicescape Holdings, Inc. (2909); iPass, Inc. (4598); iPass IP LLC (2550); Pareteum Europe B.V.; Artidium Group Ltd. (f/k/a Artidium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (f/k/a Artidium N.V.). The Debtors' corporate headquarters is located at 1185 Avenue of the Americas, 2nd Floor, New York, NY 10036.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed the such terms in the Motion.

(the “Presentment Date”), the attached proposed *Order Pursuant to Fed. R. Bankr. P. 9006(d) and 9027 Extending Time Within Which to File Notices of Removal of Civil Actions* (the “Proposed Order”), copy of which is annexed to the Motion as **Exhibit A**.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the relief sought in the Motion must be made in writing and conform with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules, and be filed with the Clerk of the Court at the address set forth above, with a copy delivered directly to Bankruptcy Judge Beckerman’s Chambers at:

[beckerman.chambers@nysb.uscourts.gov](mailto:beckerman.chambers@nysb.uscourts.gov), and served upon (i) Togut, Segal & Segal LLP, *counsel for the Debtors*, Attn: Frank A. Oswald, Esq. ([frankoswald@teamtogut.com](mailto:frankoswald@teamtogut.com)), and Brian F. Moore, Esq. ([bmoore@teamtogut.com](mailto:bmoore@teamtogut.com));

(ii) King & Spalding LLP, *special counsel for the Debtors*, Attn: Thad Wilson, Esq. ([thadwilson@kslaw.com](mailto:thadwilson@kslaw.com)), Leia Clement Shermohammed, Esq. ([lshermohammed@kslaw.com](mailto:lshermohammed@kslaw.com)), and Michael R. Handler, Esq. ([mhandler@kslaw.com](mailto:mhandler@kslaw.com))

(iii) Office of the United States Trustee, for Region 2, U.S. Federal Office Building, 201 Varick Street, Room 1006, New York, New York 10014, Attn: Susan Arbeit, Esq. ([Susan.Arbeit@usdoj.gov](mailto:Susan.Arbeit@usdoj.gov)) and Annie Wells, Esq. ([Annie.Wells@usdoj.gov](mailto:Annie.Wells@usdoj.gov)); and

(iv) Sidley Austin LLP, *counsel for the Official Committee of Unsecured Creditors*, Attn: Michael G. Burke, Esq. ([mgburke@sidley.com](mailto:mgburke@sidley.com)), Matthew Clemente, Esq. ([mclemente@sidley.com](mailto:mclemente@sidley.com)), Michael Fishel, Esq. ([mfishel@sidley.com](mailto:mfishel@sidley.com)), and Maegan Quejada, Esq. ([mquejada@sidley.com](mailto:mquejada@sidley.com)); so as **to be filed and actually received by all parties mentioned above not later than 4:00 p.m. (prevailing Eastern Time) on August 17, 2022.**

**PLEASE TAKE FURTHER NOTICE** that if an objection is timely filed, which is not resolved and/or withdrawn, a hearing will be scheduled before the Court on notice to the parties.

**PLEASE TAKE FURTHER NOTICE** that if no timely, written objections are filed and received in accordance with the foregoing, the Proposed Order may be entered by the Court.

DATED: New York, New York  
August 4, 2022

PARETEUM CORPORATION, *ET AL.*  
*Debtors and Debtors in Possession*  
*By their Counsel*  
TOGUT, SEGAL & SEGAL LLP,  
By:

*/s/ Frank A. Oswald*  
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