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I. Profession: Jurisdiction

I have been licensed or admitted as a practicing attorney and I remain in good standing in the jurisdictions identified below:

| <u>Profession</u> | <u>Accrediting Agency or Jurisdiction</u> | <u>Date of Admission</u> |
|-------------------|--|--------------------------|
| Attorney | Appellate Division Second Department State of New York; New York State Bar | 1979 |
| Attorney | U.S. District Court E.D.N.Y. | 1981 |
| Attorney | U.S. District Court S.D.N.Y. | 1983 |
| Attorney | U.S. District Court N.D.N.Y. | 1985 |
| Attorney | United States Supreme Court | 1989 |
| Attorney | U.S. Court of Appeals, Second Circuit | 1989 |
| Attorney | U.S. Court of Appeals, Third Circuit | 1990 |
| Attorney | U.S. Court of Appeals, Eleventh Circuit | 1998 |
| Attorney | U.S. Court of Appeals, Ninth Circuit | 1998 |

II. Professional Organizations:

I am a member of good standing of the professional organizations listed below:

| <u>Professional Organization</u> | <u>Date of Admission</u> | <u>Active</u> | <u>Inactive</u> |
|----------------------------------|--------------------------|---------------|-----------------|
| American Bar Association | Member since 1989 | X | |
| American Bankruptcy Institute | Member since 1997 | X | |
| New York State Bar Association | Member since 1998 | X | |

III. Alternate Dispute Resolution Training and Certification:

- (i) Received Certificate from the Harvard Law School Program on Negotiation (“PON”) Mediation Workshop October 22-26, 2007 (5-day intensive program).
- (ii) Participant in American Bar Association Section of Dispute Resolution program “ *The Best Impasse Breaking Technique: Preparation* “ November 8, 2011
- (ii) Basic Arbitration Training sponsored by City Bar Center for Continuing Legal Education, April 2004, 3 hours.
- (iii) Certificate of Mediation Skills Training issued by the Institute for Conflict Management, Inc., for two-day program sponsored in June 1995 by the U.S. Bankruptcy Court, S.D.N.Y.

In addition to the foregoing, in order to update and refresh my alternative dispute resolution skills and knowledge, I regularly participate in current court, CLE and bar association-sponsored mediation and other alternative dispute resolution programs.

IV. General Professional Experience:

I am a shareholder of the law firm of Cole, Schotz, Meisel, Forman & Leonard P.A., resident in the New York City office. As a member of the firm of Cole Schotz and, previously, as a member of the firm of Angel & Frankel, P.C., I have developed a national reputation in corporate reorganization/ bankruptcy/ insolvency law-related matters through the representation of debtors, debtors-in-possession, creditors’ committees, landlords, purchasers of assets, and other parties in interest in sophisticated Chapter 11 proceedings and in non-judicial corporate reorganization and restructurings. I frequently represent domestic and international businesses and individuals in a wide range of matters involving formal bankruptcy, out-of-court restructuring, and workouts of financially troubled companies. I have substantial experience and expertise in the representation of business debtors, creditors, creditors’ committees, asset purchasers, landlords, secured creditors, shareholders, class-action claimants, Chapter 11 trustees, liquidating trustees, plan administrators, and governmental units and agencies.

As is more fully set forth in section “V” below, I also have an active mediation practice, both as a mediator and as an advocate in mediated matters.

I have been a practicing attorney since 1979. From June 1979 through September 1981, I was General Counsel to Ronko Sports, Inc., whose primary business was the ownership and operation of a sport and recreational resort. Throughout this period I also maintained a private practice located in Sullivan County, N.Y. From September 1981 until March 1986, I was an associate at Angel & Frankel, P.C., a nationally recognized corporate reorganization and bankruptcy boutique firm located in New York City. From 1986 until joining Cole Schotz in the beginning of 2006, I was a member of Angel & Frankel, P.C.

I have been lead counsel or participating counsel in numerous adversary proceedings and contested matters. In hundreds of preference and avoidance actions, I served as lead counsel for the plaintiff/debtor or the defendant. I also have acted as lead or participating counsel in large, medium, and small corporate, commercial, and individual bankruptcies, including, by example, the cases and matters appearing at the end of this profile (see Section VIII, below).

I have been awarded an AV rating, the highest possible rating, for professionalism and the quality of my legal work, from Martindale-Hubbell, the premier directory of legal professionals. I have also been selected by my peers for inclusion in the prestigious Best Lawyers in America in Bankruptcy and Creditor-Debtor Rights Law, 2007-2012, and as a New York Super Lawyer in Bankruptcy and Creditor/ Debtor Rights, 2008-2012.

V. General Pertinent Mediation Experience:

The following is a general statement concerning my pertinent mediation experience and background.

I provide mediation services and serve on the authorized panel of mediators maintained by (a) the U.S. Bankruptcy Courts for the Southern District of New York; (b) the U.S. Bankruptcy Courts for the District of Delaware; and (c) the United States District Court for the Southern District of New York.

I have an active mediation practice in which I have mediated bankruptcy and non bankruptcy related matters, including those in connection with preference and fraudulent conveyance litigation, business and commercial disputes, and employment and landlord- tenant disputes. I have been appointed by the United States District Court to serve as a mediator in a number of diverse matters, including employment disputes and matters under 42 U.S.C § 1983 (actions brought against a judicial officer for an act or omission taken in such officer's judicial capacity, including actions alleging the use of excess force, false arrest, or malicious prosecution by police officers). I also have served as a party-appointed neutral arbitrator under the American Arbitration Association rules for large complex commercial disputes.

In addition to my formal mediation training as itemized in section III above, including my completion of the Harvard Law School Program on Negotiation ("PON") Mediation Workshop October 22-26, 2007 (5-day intensive program) and my active service as a mediator for numerous matters, I often am called upon to utilize my mediation skills and training when representing debtors and other parties- in-interest in Chapter 11 proceedings. Mediation skills often come into play when negotiating resolutions of sophisticated and complex issues and disputes, not only between the debtors and other parties-in-interest, but also between and among the various parties-in-interest.

VI. Pertinent Bankruptcy Training

See Sections I, II, III, and IV above and VIII below

VII. General Pertinent Business or Legal Experience

- (i) See Sections I, II, III, and IV, above, and VIII, below.
- (ii) Lecturer: The New York State Bar Association
"Litigating in the New York U.S. Bankruptcy Courts," Fall 1998
- (iii) Mediator: Court-appointed mediator on official registers of mediators for the United States Bankruptcy Courts for the (a) U.S. Bankruptcy Courts for the Southern District of New York; (b) District of Delaware; and (c) United States District Court for the Southern District of New York.

VIII. Representative Cases/Matters (Non Mediation)

- The Lionel Corporation and Lionel Leisure Inc., a large national toy- and-leisure product retailer and public parent holding company
Lead bankruptcy counsel to company and affiliates as debtors and debtors-in-possession in Chapter 11 cases
- Wedtech Corp., a large national publicly held defense contractor
Lead bankruptcy counsel to company as debtor and debtor-in-possession in Chapter 11 cases and lead bankruptcy counsel to Chapter 11 liquidating trustee as plaintiff in connection with numerous preference and fraudulent conveyance adversary proceedings.
- The Great Atlantic & Pacific Tea Company, Inc., et al., a national food retailer
Lead bankruptcy counsel to class-action plaintiffs with respect to consolidated Chapter 11 cases
Lead bankruptcy counsel to debtors and debtors-in-possession in Chapter 11 cases
- The Athlete's Foot Stores, LLC, a large national retailer of athletic footwear and related merchandise
Lead bankruptcy counsel to debtors and debtors-in-possession in Chapter 11 cases
- M F Global Holdings , Ltd , et al, commodities and derivatives markets broker
Lead bankruptcy counsel to class-action plaintiffs with respect to consolidated Chapter 11 cases
- Adelphia Communications Corp., et al., a cable-systems operator
Lead bankruptcy counsel to class-action plaintiffs with respect to consolidated Chapter 11 cases
- Bethlehem Steel Corporation, a large steel manufacturer and distributor
Lead counsel to defendant in preference litigation in Chapter 11 cases seeking avoidance of transfers to defendant in excess of \$2 million
- Brown Publishing Company, et al., publishers of regional newspapers and other publications throughout the United States
Lead counsel to Creditors' Committee in chapter 11 proceedings in the E.D.N.Y.
- Tricom, S.A., a Dominican Republic telecommunications company in Chapter 11 proceedings in the S.D.N.Y.
Lead bankruptcy counsel to foreign bank in its capacity as holder of claims in excess of US \$116,000,000.00
- Verso Technologies Inc; Beach Properties Barbuda, Inc; CCI Group, Inc.
Represent secured lenders in connection with Chapter 11 cases
- ANC Rental Corporation, et al., the parent company at time of bankruptcy filing to co-debtors Alamo and National Car Rental
Lead bankruptcy counsel in Chapter 11 cases to surety company with exposure at commencement of cases in excess of \$100 million
- Ermco Erectors Inc., a small family-held steel erector contractor business
Lead counsel to company as debtor and debtor-in-possession in Chapter 11 reorganization
- Cytox Corp. and Polybac Corp., a small public biochemical manufacturer and distributor
Lead counsel to companies as debtors and debtors-in-possession in Chapter 11 reorganization
- Drexel Burnham Lambert Group, Inc., a securities and investment firm
Co-lead bankruptcy counsel to class-action claimants in corporate Chapter 11 case
- Lone Star Industries, a manufacturer and distributor of cement, concrete, and aggregate
Lead bankruptcy counsel to class-action claimants in Chapter 11 reorganization
- Accessory Place, Inc., a medium-sized retailer of women's' accessory items
Lead bankruptcy counsel to company as debtor and debtor-in-possession in Chapter 11 reorganization case
- Berger Industries Inc., a publicly held manufacturer and distributor of steel tubing and electrical fittings
Lead bankruptcy counsel to company as debtor and debtor-in-possession in corporate Chapter 11 case

- Orbit Industries, Inc., a manufacturer, importer and distributor of women's sportswear
Bankruptcy counsel to company as debtor and debtor-in-possession in Chapter 11 reorganization case
- Caldor, Inc., Petrie Retail, Inc., Rickels, Inc., national retailers
Bankruptcy counsel to certain landlords in corporate Chapter 11 reorganization cases
- Constable Plaza Associates LP, a single-asset real estate holding entity
Bankruptcy counsel to company as debtor and debtor-in-possession
- Trim Corporation of America and Concept Fixtures, a manufacturers of displays
Counsel to creditors' committee
- The New Hague Restaurant, Inc., small restaurant
Counsel to creditors' committee
- Salisbury Sales Corp., retailer of linens and housewares
Lead bankruptcy counsel to company as debtor and debtor-in-possession in Chapter 11 case
- Woodward & Lothrop, Inc., large retail department store chain
Bankruptcy counsel to governmental unit responsible for public employee retirement fund
- Grossingers, a resort in Sullivan County, NY
Bankruptcy counsel to party to alleged executory contract/joint venture agreement
- Delta Airlines, Inc.
Local NY bankruptcy counsel to surety company secured creditor in Chapter 11 cases
- Sure Sellers, Inc., book publisher
Bankruptcy counsel to purchaser of assets in bankruptcy case