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*Proposed Attorneys for The Official Committee of Unsecured Creditors  
of LandAmerica 1031 Exchange Services, Inc.*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

.....	X	
	:	
In re:	:	Chapter 11
	:	
LandAmerica Financial Group, Inc., <u>et al.</u> ,	:	Case No. 08-35994 (KRH)
	:	
Debtors.	:	Jointly Administered
.....	X	
Arbor Oaks I, LLC, and Arbor Oaks II, LLC,	:	
	:	
Plaintiffs,	:	
v.	:	Adv. Pro. No. 08-03151 (KRH)
LandAmerica 1031 Exchange Services, Inc.	:	
	:	
Defendant.	:	
.....	X	

**MOTION OF THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS OF LANDAMERICA  
1031 EXCHANGE SERVICES, INC. TO INTERVENE**

The Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. (the “Committee”), a party in interest, pursuant to Rule 24 of the Federal Rules of Civil Procedure, as incorporated by Rule 7024 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 2018 of the Bankruptcy Rules hereby files this motion (the “Motion”) to intervene in the above-captioned adversary proceeding initiated by Arbor Oaks I, LLC and Arbor Oaks II, LLC (collectively, “Arbor Oaks”). In support of this Motion the Committee respectfully represents as follows:

**FACTS**

1. On November 26, 2008 (the “Petition Date”), LandAmerica Financial Group, Inc. (“LFG”) and LandAmerica 1031 Exchange Services, Inc. (“LES” and hereinafter referred to collectively as the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

2. The Debtors are continuing in possession of their property and have continued to operate and maintain their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On December 3, 2008, the United States Trustee appointed the Committee.

4. On December 8, 2008, Arbor Oaks filed a Complaint initiating the above-referenced Adversary Proceeding.

5. Also on December 8, 2008, Arbor Oaks filed the pending Motion for Temporary Restraining Order, or, in the Alternative, Preliminary Injunction and Memorandum (the

“Preliminary Injunction Motion”) and the Motion of Arbor Oaks I, LLC and Arbor Oaks II, LLC for an Expedited Hearing.

6. On December 12, 2008, the Court set a hearing on the Preliminary Injunction Motion for December 16, 2008.

7. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper in this district pursuant to 28 U.S.C. § 1408.

### **DISCUSSION**

8. The Committee moves to intervene in this matter pursuant to Rule 24(a) of the Federal Rules of Civil Procedure made applicable to this proceeding by Rule 7024(a) of the Federal Rules of Bankruptcy Procedure. Rule 24(a)(2) requires a district court to allow an applicant to intervene if its application is timely and if it “claims an interest relating to the property or transaction which is the subject of the action and the applicant is so situated that the disposition of the action may as a practical matter impair or impede the applicant’s ability to protect that interest, unless the applicant’s interest is adequately represented by existing parties.” *Safety-Kleen, Inc. (Pinewood) v. Wyche*, 274 F.3d 846, 867 (4th Cir. 2001). In the instant case, the Committee, as the statutory representative of the unsecured creditors of LES, has interests in and/or claims which may be damaged by the relief requested by Arbor Oaks and which are not adequately represented by any other party. Accordingly, intervention in this action by the Committee is appropriate and, in fact, necessary for the Committee to fulfill its fiduciary duties.

### **NO PRIOR REQUESTS**

9. No previous request for the relief sought herein has been made to this or any other court.

**WAIVER OF MEMORANDUM OF LAW**

10. Pursuant to Local Rule 9013-1(G), and because there are no novel issues of law presented in the Motion and all applicable authority is set forth in the Motion, the Committee requests a waiver of the requirement that all motions be accompanied by a separate written memorandum of law.

**CONCLUSION**

11. For the foregoing reasons, the Committee respectfully requests that (i) the Committee be permitted to intervene in this Adversary Proceeding; (ii) the Plaintiffs' Preliminary Injunction Motion be denied; and (iii) the Court grant such other and further relief as is appropriate.

Dated this 15th day of December, 2008.

/s/ Mary A. House

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Exchange Services, Inc.*

**CERTIFICATE OF SERVICE**

I hereby certify that on the 15th day of December 2008, a true and correct copy of the foregoing Motion of the Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. to Intervene has been served: (i) via United States mail, first class, postage prepaid; and (ii) via email on the parties listed below and on all parties receiving notification through the Court's ECF system.

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Plaintiffs,	:	
v.	:	Adv. Pro. No. 08-03151 (KRH)
LandAmerica Financial Group, Inc., <u>et al.</u> ,	:	
	:	
Defendant.	:	
.....	X	

**ORDER GRANTING THE MOTION TO INTERVENE  
BY THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF  
LANDAMERICA 1031 EXCHANGE SERVICES, INC.**

This matter came before the Court on the motion (the “Motion”) of the Official Committee of Unsecured Creditors for LandAmerica 1031 Exchange Services, Inc.’s (the “Committee”) to intervene in the above-captioned adversary proceeding, and the Court, having jurisdiction to consider the Motion, finding that sufficient notice of the Motion was given, and having considered the Motion and heard the arguments of counsel to the Committee, finds that the Motion should be granted. Unless otherwise stated herein, all capitalized terms shall have the meaning ascribed to them in the Motion.

It is hereby ORDERED, that the Motion is GRANTED; and

It is hereby ORDERED, that the requirements of Local Rule 9013-1(G) with respect to the filing of a separate memorandum of law are hereby waived; and

It is hereby ORDERED, that this Court shall retain jurisdiction of all matters arising under or related to the implementation of this Order.

Date: December \_\_\_\_, 2008

Entered:

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Mary A. House

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**Local Rule 9022-1 Certification**

In accordance with Local Rule 9022-1, the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Mary A. House  
Mary A. House