

Charles R. Gibbs (admitted *pro hac vice*)
 Sarah Link Schultz (admitted *pro hac vice*)
 AKIN GUMP STRAUSS HAUER & FELD LLP
 1700 Pacific Avenue, Suite 4100
 Dallas, Texas 75201
 Telephone: 214.969.2800
 Facsimile: 214.969.4343

Mary A. House (Virginia Bar No. 66613)
 AKIN GUMP STRAUSS HAUER & FELD LLP
 1333 New Hampshire Avenue, N.W.
 Washington, D.C. 20036
 Telephone: 202.887.4000
 Facsimile: 205.955.7827

-and-

Lynn Tavenner (Virginia Bar No. 30083)
 Paula S. Beran (Virginia Bar No. 34679)
 TAVENNER & BERAN, PLC
 20 North Eighth Street, Second Floor
 Richmond, VA 23219
 Telephone: 804.783.8300
 Facsimile: 804.783.0178

*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	
Central Rockaway D LLC,	:	
	:	
Plaintiff,	:	
v.	:	Adv. Pro. No. 08-03207 (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 Central Rockaway D LLC (“Rockaway D”). 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 30, 2008, Rockaway D filed a Complaint initiating the above-referenced Adversary Proceeding.

5. 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

6. 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 Rockaway D 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

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

WAIVER OF MEMORANDUM OF LAW

8. 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

9. For the foregoing reasons, the Committee respectfully requests that (i) the Committee be permitted to intervene in this Adversary Proceeding; and (ii) the Court grant such other and further relief as is appropriate.

Dated this 31st day of December, 2008.

/s/ Mary A. House

Charles R. Gibbs (admitted *pro hac vice*)
Sarah Link Schultz (admitted *pro hac vice*)
AKIN GUMP STRAUSS HAUER & FELD LLP
1700 Pacific Avenue, Suite 4100
Dallas, Texas 75201
Telephone: 214.969.2800
Facsimile: 214.969.4343

Mary A. House (Virginia Bar No. 66613)
AKIN GUMP STRAUSS HAUER & FELD LLP
1333 New Hampshire Avenue, N.W.
Washington, D.C. 20036
Telephone: 202.887.4000
Facsimile: 205.955.7827

-and-

Lynn Tavenner (Virginia Bar No. 30083)
Paula S. Beran (Virginia Bar No. 34679)
TAVENNER & BERAN, PLC
20 North Eighth Street, Second Floor
Richmond, VA 23219
Telephone: 804.783.8300
Facsimile: 804.783.0178

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

CERTIFICATE OF SERVICE

I hereby certify that on the 31st 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.

Bruce E. Arkema
Kevin J. Funk
Ronald A. Page, Jr.
Cantor Arkema, P.C.
Bank of America Center
1111 East Main Street, 16th Floor
P.O. Box 561
Richmond Virginia, 23218-0561
barkema@cantorarkema.com
kfunk@cantorarkema.com
rpage@cantorarkema.com
*Counsel for Central Rockaway D
LLC*

Robert B. Van Arsdale
Office of the United States Trustee
701 East Broad St. Suite 4304
Richmond, Virginia 23219
Robert.B.Van.Arsdale@usdoj.gov
Assistant United States Trustee

Dion W. Hayes, Esq.
John H. Maddock, III, Esq.
McGuireWoods LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219
dhayes@mcguirewoods.com
jmaddock@mcguirewoods.com
Counsel for the Debtors

Paul V. Shalhoub, Esq.
Rachel C. Strickland, Esq.
WILLKIE FARR & GALLAGHER, LLP
787 Seventh Avenue
New York, New York 10019
pshalhoub@willkie.com
rstrickland@willkie.com
Counsel for the Debtors

Bruce H. Matson
Christopher L. Perkins
LeClair Ryan, A Professional Corporation
Riverfront Plaza, East Tower
951 East Byrd Street, Eighth Floor
Richmond, Virginia 23219
bruce.matson@leclairryan.com
christopher.perkins@leclairryan.com
*Counsel for the Official Committee
of Unsecured Creditors of
LandAmerica Financial Group, Inc.*

Jeffrey S. Sabin
Mark M. Elliott
Justin G. Imperato
Bingham McCutchen LLP
399 Park Avenue
New York, NY 10022
jeffrey.sabin@bingham.com
mark.elliott@bingham.com
justin.imperato@bingham.com
*Counsel for the Official Committee
of Unsecured Creditors of
LandAmerica Financial Group, Inc*

/s/ Sarah Link Schultz
Sarah Link Schultz

Charles R. Gibbs (admitted *pro hac vice*)
 Sarah Link Schultz (admitted *pro hac vice*)
 AKIN GUMP STRAUSS HAUER & FELD LLP
 1700 Pacific Avenue, Suite 4100
 Dallas, Texas 75201
 Telephone: 214.969.2800
 Facsimile: 214.969.4343

Mary A. House (Virginia Bar No. 66613)
 AKIN GUMP STRAUSS HAUER & FELD LLP
 1333 New Hampshire Avenue, N.W.
 Washington, D.C. 20036
 Telephone: 202.887.4000
 Facsimile: 205.955.7827

-and-

Lynn Tavenner (Virginia Bar No. 30083)
 Paula S. Beran (Virginia Bar No. 34679)
 TAVENNER & BERAN, PLC
 20 North Eighth Street, Second Floor
 Richmond, VA 23219
 Telephone: 804.783.8300
 Facsimile: 804.783.0178

*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	
Central Rockaway D LLC,	:	
	:	
Plaintiff,	:	
v.	:	Adv. Pro. No. 08-03207 (KRH)
	:	
LandAmerica 1031 Exchange Services, Inc.,	:	
	:	
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: _____, 200__

Entered:

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Mary A. House

Charles R. Gibbs (admitted *pro hac vice*)
Sarah Link Schultz (admitted *pro hac vice*)
AKIN GUMP STRAUSS HAUER & FELD LLP
1700 Pacific Avenue, Suite 4100
Dallas, Texas 75201
Telephone: 214.969.2800
Facsimile: 214.969.4343

Mary A. House (Virginia Bar No. 66613)
AKIN GUMP STRAUSS HAUER & FELD LLP
1333 New Hampshire Avenue, N.W.
Washington, D.C. 20036
Telephone: 202.887.4000
Facsimile: 205.955.7827

-and-

Lynn Tavenner (Virginia Bar No. 30083)
Paula S. Beran (Virginia Bar No. 34679)
TAVENNER & BERAN, PLC
20 North Eighth Street, Second Floor
Richmond, VA 23219
Telephone: 804.783.8300
Facsimile: 804.783.0178

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

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