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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
	:	
Debtors.	:	Jointly Administered
.....	X	

**APPLICATION OF THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS OF LANDAMERICA 1031  
EXCHANGE SERVICES, INC. FOR AN ORDER AUTHORIZING THE  
EMPLOYMENT AND RETENTION OF AKIN GUMP STRAUSS HAUER & FELD LLP**

The Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. (the "LES Committee") hereby submits this application (the "Application") seeking to employ and retain Akin Gump Strauss Hauer & Feld LLP ("Akin Gump") as its

attorneys and counselors in the above-captioned chapter 11 proceedings, *nunc pro tunc* to December 8, 2008.<sup>1</sup> This Application is supported by the Affidavit of Charles R. Gibbs in Support of Application of the Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. for an Order Authorizing the Employment and Retention of Akin Gump Strauss Hauer & Feld LLP (the “Affidavit”). In support of this Application, the LES Committee represents as follows:

### **I. JURISDICTION**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This Application is a core proceeding pursuant to 28 U.S.C. § 157(b). The statutory predicates for the relief sought herein are Sections 327(a), 328(a), and 1103 of title 11 of the United States Code (the “Bankruptcy Code”).

### **II. BACKGROUND**

2. On November 26, 2008, LandAmerica 1031 Exchange Services, Inc. (“LES”) filed a voluntary petition under chapter 11 of the Bankruptcy Code. LES continues to operate its business and manage its properties as a debtor-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

3. On November 28, 2008, the Court entered an order jointly administering the chapter 11 case of LES with the chapter 11 case of LandAmerica Financial Group, Inc. (“LFG,” and together with LES, the “Debtors”) for procedural purposes only.

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<sup>1</sup> In accordance with Rule 9013-1(G) of the Local Bankruptcy Rules as promulgated by the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Rules”), the memorandum of law has been combined with the Application.

4. On December 3, 2008, the United States Trustee for the Eastern District of Virginia (the "Trustee") duly appointed the LES Committee.<sup>2</sup> Also on December 3, 2008, the Trustee appointed the Official Committee of Unsecured Creditors of LandAmerica Financial Group, Inc. On or about December 8, 2008, pursuant to Bankruptcy Code Section 1103(a), the LES Committee selected Akin Gump to serve as counsel to the LES Committee.

### **III. RELIEF REQUESTED**

5. Pursuant to Sections 327(a) and 1103(a) of the Bankruptcy Code, the LES Committee requests authority to employ and retain the law firm of Akin Gump as its counsel, effective as of December 8, 2008, in connection with the Debtors' chapter 11 cases.

### **IV. BASIS FOR RELIEF**

#### **A. Services to Be Rendered**

6. The LES Committee respectfully submits that it is necessary and appropriate for it to employ and retain Akin Gump to provide, among other things, the following services:

- (a) advise the LES Committee with respect to its rights, duties and powers in these chapter 11 cases;
- (b) assist and advise the LES Committee in its consultations with the Debtors relative to the administration of these chapter 11 cases;
- (c) assist the LES Committee in analyzing the claims of the Debtors' creditors and the Debtors' capital structure and in negotiating with holders of claims and equity interests;
- (d) assist the LES Committee in its investigation of the acts, conduct, assets, liabilities and financial condition of the Debtors and of the operation of the Debtors' businesses;
- (e) assist the LES Committee in its analysis of, and negotiations with, the Debtors or any third party concerning matters related to, among other things, the assumption or rejection of certain leases of non-residential real property and executory contracts, asset dispositions, financing of other transactions and the terms of one or more plans of reorganization for the

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<sup>2</sup> The LES Committee is comprised of the following entities: Millmar Holdings, LLC; Endless Ocean, LLC; MB Venture, Ltd.; Amarillo Tower Limited; and Petaluma Southpoint, LLC.

Debtors and accompanying disclosure statements and related plan documents;

- (f) assist and advise the LES Committee as to its communications to the general creditor body regarding significant matters in these chapter 11 cases;
- (g) represent the LES Committee at all hearings and other proceedings before this Court and other courts;
- (h) review and analyze applications, orders, statements of operations and schedules filed with the Court and advise the LES Committee as to their propriety, and to the extent deemed appropriate by the LES Committee support, join or object thereto;
- (i) assist the LES Committee in preparing pleadings and applications as may be necessary in furtherance of the LES Committee's interests and objectives, including without limitation, motions, memoranda, complaints, adversary complaints, objections or comments in connection with any of the foregoing;
- (j) assist the LES Committee in its review and analysis of the Debtors' various commercial agreements;
- (k) investigate and analyze any claims against the Debtors' officers, directors, and non-debtor affiliates; and
- (l) perform such other legal services as may be required or are otherwise deemed to be in the interests of the LES Committee in accordance with the LES Committee's powers and duties as set forth in the Bankruptcy Code, Bankruptcy Rules or other applicable law.

## **B. Qualifications of Professionals**

7. The LES Committee selected Akin Gump because Akin Gump possesses extensive knowledge and expertise in the areas of law relevant to these chapter 11 cases, including bankruptcy, reorganization, litigation, and commercial issues. In selecting counsel, the LES Committee sought attorneys with considerable experience in representing unsecured creditors' committees in chapter 11 reorganization cases and other debt restructurings. Akin Gump has such experience, as Akin Gump is currently representing and has represented official creditors' committees in many significant chapter 11 reorganizations, including the following chapter 11 cases: *In re Allegiance Telecom, Inc.*; *In re American Commercial Lines LLC*; *In re ATA Holdings Corp.*; *In re Calpine Corp.*; *In re Collins & Aikman Corporation*; *In re Delta Air*

*Lines, Inc.; In re Exide Technologies, Inc.; In re Flag Telecom Holdings Limited; In re Globalstar, LP; In re Hayes Lemmerz, Inc.; In re Heilig Meyers Company; In re Kaiser Aluminum Corporation; In re Lernout & Hauspie Speech Products, N.V.; In re Loral Space & Communications Ltd.; In re LTV Steel Company, Inc.; In re Magellan Health Services, Inc.; In re Pegasus Satellite Television, Inc.; In re Polaroid Corporation; In re Propex Inc.; In re Quebecor World (USA) Inc.; In re Solutia Inc.; In re Tower Automotive, Inc.; In re Venture Holdings Company, LLC; In re Verado Holdings, Inc.; In re VeraSun Energy Corporation;*<sup>3</sup> *In re WorldCom, Inc.; and In re XO Communications, Inc.*

**C. Professional Compensation**

8. The LES Committee requests that all fees and related costs and expenses incurred by the LES Committee on account of services rendered by Akin Gump in these cases be paid as administrative expenses of the estates pursuant to Sections 328, 330(a), 331, 503(b) and 507(a)(1) of the Bankruptcy Code. Subject to this Court’s approval, Akin Gump will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates in effect on the date such services are rendered, subject to Sections 328(a) and 330 of the Bankruptcy Code. Akin Gump will not charge for attorneys’ travel time to Richmond, Virginia. The current hourly rates charged by Akin Gump for professionals and paraprofessionals employed in its offices are provided below:

<u>Billing Category</u>	<u>Range</u>
Partners	\$460-\$1,050
Special Counsel and Counsel	\$250-\$810
Associates	\$160-\$580
Paraprofessionals	\$105-\$270

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<sup>3</sup> Akin Gump’s retention in the VeraSun matter has not yet been approved by the bankruptcy court.

These hourly rates are subject to periodic adjustments (typically in December of each year) to reflect economic and other conditions. Akin Gump will maintain detailed records of actual and necessary costs and expenses incurred in connection with the legal services described above. Akin Gump will seek payment in accordance with the Court's order granting the Debtors' Motion for Administrative Order Under Sections 105(a) and 331 of the Bankruptcy Code Establishing Interim Compensation Procedures.

9. The names and positions of the Akin Gump attorneys currently expected to have primary responsibility for providing services to the LES Committee are as follows: Charles R. Gibbs (Partner – Financial Restructuring Department); David P. Simonds (Partner – Financial Restructuring Department); Sarah Link Schultz (Counsel – Financial Restructuring Department); Keefe M. Bernstein (Partner – Litigation Department). In addition to the lawyers named above, it will be necessary, during the course of these cases, for other Akin Gump professionals in other legal disciplines to provide services to the LES Committee.

**D. Lack of Adverse Interests**

10. To the best of the LES Committee's knowledge and based on the Affidavit attached hereto as **Exhibit A**, Akin Gump does not represent and does not hold any interest adverse to the Debtors' estates or their creditors in the matters upon which Akin Gump is to be engaged, other than as set forth in the Affidavit.

**E. Necessity of Employment**

11. Because of the extensive legal services that may be necessary in these chapter 11 cases, and the fact that the full nature and extent of such services are not known at this time, the LES Committee believes that the employment of Akin Gump to provide the services described above is appropriate and in the best interests of the Debtors' estates and their creditors.

12. Approving the employment of Akin Gump *nunc pro tunc* to December 8, 2008 is appropriate under the circumstances. The function of a *nunc pro tunc* order is “to make the record conform to that which was actually done at the time it was done.” *In re Carolina Sales Corp.*, 45 B.R. 750, 754 (Bankr. N.C. 1985). The LES Committee selected Akin Gump on December 8, 2008. The Application should be granted as of that date so that the record reflects the date Akin Gump was selected.

#### V. NO PRIOR REQUEST

13. No previous request for the relief sought in this Application has been made to this or any other court.

#### VI. CONCLUSION

WHEREFORE, the LES Committee requests that an order, substantially in the form annexed hereto as **Exhibit B**, be entered authorizing the LES Committee to retain Akin Gump as its counsel in these cases, *nunc pro tunc* to December 8, 2008, and providing the LES Committee such other and further relief as the Court may deem just, proper, and equitable.

Dated: Richmond, Virginia  
12/31, 2008



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Richard Giacomo, Chair  
*Official Committee of Unsecured Creditors of  
LandAmerica 1031 Exchange Services, Inc.*

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  
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Facsimile: 804.783.0178

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

## CERTIFICATE OF SERVICE

The undersigned hereby certifies that in accordance with Local Rule 2014-1 and the Case Management Procedures,<sup>4</sup> a true and correct copy of the above and foregoing Application of the Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. for an Order Authorizing the Employment and Retention of Akin Gump Strauss Hauer & Feld LLP and proposed order have been served via United States mail, first class, postage prepaid and/or by electronic delivery to all of the parties on the Primary Service List (as defined in the Case Management Order), which includes the Core Group, the 2002 List, and Affected Entities (each as defined by the Case Management Order), on this the 31st day of December, 2008.

/s/ Ashley R. Beane  
Ashley R. Beane

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<sup>4</sup> The term “Case Management Procedures” refers to those procedures as approved by the Court’s Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures entered on November 28, 2008 (the “Case Management Order”).

# **EXHIBIT A**

Charles R. Gibbs (*admitted pro hac vice*)  
Sarah Link Schultz (*admitted pro hac vice*)  
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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
	:	
Debtors.	:	Jointly Administered
.....	X	

**AFFIDAVIT OF CHARLES R. GIBBS IN  
SUPPORT OF APPLICATION OF THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS OF LANDAMERICA  
1031 EXCHANGE SERVICES, INC. FOR AN ORDER AUTHORIZING THE  
EMPLOYMENT AND RETENTION OF AKIN GUMP STRAUSS HAUER & FELD LLP**

I, Charles R. Gibbs, being first duly sworn, on oath, state:

1. I am a partner in the law firm of Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”), which firm maintains an office, among other places, at 1700 Pacific Avenue, Suite 4100, Dallas, Texas 75201, and I am authorized to execute this affidavit on behalf of Akin Gump.

2. I am familiar with the matters set forth herein and make this affidavit (the “Affidavit”) in support of the Application of the Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. for an Order Authorizing the Employment and Retention of Akin Gump Strauss Hauer & Feld LLP (the “Application”).

3. On November 26, 2008 (the “Petition Date”), LandAmerica 1031 Exchange Services, Inc. (“LES”) filed a voluntary petition under title 11 of the United States Code (the “Bankruptcy Code”). LES’s bankruptcy case has been joined with the bankruptcy case of LandAmerica Financial Group, Inc. (“LFG,” and together with LES, the “Debtors”) for administrative purposes. On December 3, 2008, the United States Trustee for the Eastern District of Virginia appointed the Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. (the “LES Committee”) pursuant to Section 1102 of the Bankruptcy Code. On December 8, 2008, the LES Committee selected Akin Gump to serve as counsel to the LES Committee pursuant to Section 1103(a) of the Bankruptcy Code.

4. Except as specifically set forth herein, neither I, Akin Gump as a law firm, nor any person with whom I am associated in the practice of law, to the best of my knowledge, is an insider of the Debtors, nor has any connection with the Debtors, any of their affiliated entities, their creditors, or any other parties in interest herein, or their respective attorneys and accountants, except as disclosed herein.

5. In connection with the preparation of this Affidavit, Akin Gump has made an investigation of disinterestedness. Akin Gump has undertaken a thorough review of its

computerized database (the “Conflicts Database”) which contains the names of clients and other parties interested in particular matters. Akin Gump requires all of its professionals, before accepting the representation of a new client, or the representation of an existing client in a new matter, to perform a conflicts check through the Conflicts Database and to enter into that database conflict information regarding the proposed new clients or matters. Accordingly, a review of said Conflicts Database should reveal any and all actual or potential conflicts of interest with respect to any given representation. In particular, a trusted employee of Akin Gump, under my supervision, used this system to check conflicts on the Debtors, the Debtors’ advisors and professionals, the Debtors’ proposed professionals, the list of creditors holding the twenty largest unsecured claims of the Debtors, known lien holders and secured creditors, known equity holders, and other known parties in interest. A copy of the list of parties searched on the Conflicts Database (collectively, the “Searched Parties”) is attached hereto as **Exhibit 1**.

6. A list of those parties from Exhibit 1 (Searched Parties) that Akin Gump either currently represents in matters wholly unrelated to the Debtors’ chapter 11 cases or has in the past represented in matters wholly unrelated to the Debtors’ chapter 11 cases is attached hereto as **Exhibit 2**.

7. A list of those parties from Exhibit 1 (Searched Parties) that are currently, or have in the past been, adverse to clients of Akin Gump in matters wholly unrelated to these chapter 11 cases is attached hereto as **Exhibit 3**.

8. As part of its diverse practice, Akin Gump appears in cases, proceedings and transactions involving many different professionals, including attorneys, accountants, financial consultants and investment bankers, some of which may represent claimants and parties in interest in the Debtors’ chapter 11 cases. In addition, Akin Gump may have in the past or may

currently be representing other professionals involved in these cases in matters unrelated to this case. Based on our current knowledge of the professionals involved, Akin Gump does not represent or have a relationship with any attorneys, accountants, financial consultants, or investment bankers that would be materially adverse to the LES Committee or the Debtors on matters upon which Akin Gump is to be employed and none are in connection with these cases.

9. Certain partners, counsel, and associates of Akin Gump may have in the past represented, may presently, and likely in the future will represent, creditors or equity security holders of the Debtors in matters unrelated to these cases. Akin Gump believes that its representation of such creditors or equity security holders in such unrelated matters will not affect its representation of the LES Committee in these proceedings. Akin Gump has determined that it has not represented any creditors or equity security holders in matters related to this bankruptcy case, except as set forth herein.

10. Of note, Akin Gump currently represents Sable Quest, Ltd. in defense of title on a piece of property, which property's title insurance policy was issued by Alamo Title Holding Company, a subsidiary of Fidelity National Financial, Inc.

11. Except for the continuing representation of the LES Committee, the parties listed on Exhibit 2 attached hereto, and the representation of Sable Quest, Ltd.,<sup>1</sup> as detailed above in this Affidavit, neither I nor Akin Gump has represented or will represent any entity in connection with this case, and neither I nor Akin Gump will accept any fee from any other party or parties in this case, except as mentioned herein.

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<sup>1</sup> To the extent it is necessary for the LES Committee to take a position adverse to the interest of a party set forth on Exhibit 2 that is currently represented by Akin Gump, Akin Gump's co-counsel in this matter, Tavenner & Beran, PLC will handle the matter in its entirety.

12. To the best of my knowledge and information, no member or employee of Akin Gump holds any of the Debtors' debt or equity securities nor is any member or employee of Akin Gump an insider of LES. It is possible that a professionally managed mutual fund, retirement account, or other investment account may hold equity interests in or other securities of the Debtors, but it is unknown to me at this time.

13. To the best of my knowledge and information, no member or employee of Akin Gump is or was within the two years prior to the filing of the petition a director, officer or employee of LES.

14. To the best of my knowledge and information, Akin Gump does not have an interest materially adverse to the interest of the estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with or interest in LES, or for any other reason.

15. To the best of my knowledge, Akin Gump has no connection with the United States Trustee, the Bankruptcy Judge in this case, or any person employed by the Office of the United States Trustee.

16. Subject to Court approval and in accordance with Sections 330(a) and 331 of the Bankruptcy Code, Akin Gump will seek payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by Akin Gump. Akin Gump's customary hourly rates as charged to bankruptcy clients in cases of similar scope and complexity, subject to periodic adjustments to reflect economic and other conditions, are:

<u>Billing Category</u>	<u>Range</u>
Partners	\$460-\$1,050
Special Counsel and Counsel	\$250-\$810
Associates	\$160-\$580
Paraprofessionals	\$105-\$270


In connection with the reimbursement of actual, necessary expenses, it is Akin Gump's policy to charge its clients in all areas of practice for expenses incurred in connection with the client's case. These expenses and charges include telephone charges, mail and express mail charges, facsimile charges, hand delivery and other delivery charges, travel expenses, computerized research, transcription costs, document processing, photocopying charges, and other expenses such as secretarial overtime.

17. No promises have been received by Akin Gump, nor any partner, counsel, or associate thereof as to compensation or payment in connection with these cases other than in accordance with the provisions of the Bankruptcy Code. Akin Gump has no agreement with any other entity to share with such entity any compensation received by Akin Gump in connection with these chapter 11 cases.

18. I represent that the foregoing constitutes a complete and full disclosure of all prior and current representation of clients which have any connection to this case. However, I reserve the right to supplement and amend this Affidavit should further pertinent relationships be discovered that require disclosure in this case.

19. The retention of Akin Gump to perform the services described in the Application is in the best interests of the LES Committee.


20. To the best of my knowledge, the information contained herein is true and accurate.

  
\_\_\_\_\_  
Charles R. Gibbs

STATE OF TEXAS       §  
                                  §  
COUNTY OF DALLAS   §

SUBSCRIBED TO AND SWORN TO BEFORE ME this 9 day of December, 2008.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

  
\_\_\_\_\_  
Notary Public in and for the State of Texas

[S E A L]



# **EXHIBIT 1**

## **LIST OF DEBTORS, CREDITORS, OTHER PARTIES IN INTEREST AND THEIR RESPECTIVE ATTORNEYS AND ACCOUNTANTS SEARCHED IN AKIN GUMP COMPUTERIZED CONFLICTS DATABASE**

LandAmerica Financial Group, Inc.  
Health Care REIT, Inc.  
LubeExpress Operating Co.  
Texas AC360 LP, a Texas Limited Partners  
Sessan Investments, Inc.  
Polygon Enterprises Inc.  
Arboleda Corporation  
Sonia Rivera Associates, L.P.  
Chino Wings, LLC  
Kelly Smith  
David Ash  
Fidelity National Title Insurance Company  
Peter Schonberger  
Stockard Realty Partnership, Ltd.  
W.M. Thompson, Jr. Revocable Trust  
Kurt L. Wallach  
Jeffrey C. Selby  
Ronald B. Ramos  
Holly H. Wenger  
Chicago Title Insurance Company – subsidiary of current client in matter unrelated to the Debtors and these cases.  
Arbor Oaks I, LLC  
Hope M. Vaughn  
Theodore L. Chandler Jr.  
Anna M. King  
Michael Beverly

G. William Evans  
Michelle H. Gluck  
Melissa A. Hill  
Albert V. Will  
Pamela K. Saylor  
Kenneth Astheimer  
Christine R. Vlahcevic  
Ross W. Dorneman  
Richard P. Gonzalez  
Michael Dinkins  
Charles H. Foster Jr.  
John P. McCann  
Robert Thomas Skunda  
Julious P. Smith  
Thomas G. Snead Jr.  
Marshall Bennett Wishnack  
Eugene P. Trani  
Robert Fillmore Norfleet Jr.  
Dianne M. Neal  
Janet Anne Alpert  
Gale K. Caruso  
Millmar Holdings, LLC  
MB Venture, Ltd.  
Petaluma Southpoint, LLC  
Endless Ocean, LLC

Amarillo Tower Limited

Lubexpress Land Company, Inc.

Arbor Oaks II, LLC

Chino Spectrum Center, LLC

Westminster Peak L.P.

NMC Summit, LLC

Tower Summit Colorado, LLC

Westminster Summit, L.P.

Frontier Pepper's Ferry, LLC

Bernadette Aiello, Trustee of the Bernadette Aiello Living Trust

Benjamin Aiello, Trustee of the Bernadette Aiello Living Trust

Gregg Opsahl

Hanna Opsahl

Haddon Square Partners, L.L.C.

David R. Shepherd

Merriman Valley Limited Liability Co.

## **EXHIBIT 2**

### **LIST OF PARTIES FROM EXHIBIT 1 THAT AKIN GUMP CURRENTLY REPRESENTS, OR HAS IN THE PAST REPRESENTED, IN MATTERS UNRELATED TO THESE CHAPTER 11 CASES**

**LandAmerica Financial Group, Inc.** – former client in matter unrelated to these cases.

**Health Care REIT, Inc.** – former client in matter unrelated to Debtors and these cases.

**Chicago Title Insurance Company** – subsidiary of current client in matter unrelated to the Debtors and these cases.

**Fidelity National Title Insurance Company** – subsidiary of current client in matter unrelated to the Debtors and these cases.

## **EXHIBIT 3**

### **LIST OF PARTIES FROM EXHIBIT 1 THAT ARE CURRENTLY, OR HAVE IN THE PAST BEEN, ADVERSE TO CLIENTS OF AKIN GUMP IN MATTERS UNRELATED TO THESE CHAPTER 11 CASES**

**Fidelity National Financial, Inc.** – Akin Gump currently represents Sable Quest, Ltd. in defense of title on a piece of property, which property's title insurance policy was issued by Alamo Title Holding Company, a subsidiary of Fidelity National Financial, Inc.

## **EXHIBIT B**

Charles R. Gibbs (admitted *pro hac vice*)  
Sarah Link Schultz (admitted *pro hac vice*)  
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Creditors of LandAmerica 1031 Exchange Services, Inc.*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
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In re:	:	Chapter 11
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LandAmerica Financial Group, Inc., <u>et al.</u> ,	:	Case No. 08-35994
	:	
Debtors.	:	Jointly Administered
.....	X	

**ORDER AUTHORIZING THE EMPLOYMENT AND  
RETENTION OF AKIN GUMP STRAUSS HAUER & FELD  
LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS OF LANDAMERICA 1031 EXCHANGE SERVICES, INC.**

Upon the Application (the "Application") of the Official Committee of Unsecured Creditors of LandAmerica 1031 Exchange Services, Inc. (the "LES Committee") seeking to employ and retain Akin Gump Strauss Hauer & Feld LLP ("Akin Gump") as its attorneys and

counselors in the above-captioned chapter 11 proceedings, *nunc pro tunc* to December 8, 2008, and upon the Affidavit of Charles R. Gibbs (the "Affidavit"), and the Court being satisfied with the representations made in the Application and the Affidavit that Akin Gump represents no interest adverse to any of the Debtors' estates, that they are disinterested persons as that term is defined under Section 101(14) of title 11 of the United States Code (the "Bankruptcy Code"), that their employment is necessary and would be in the best interests of the Debtors' estates; and it appearing that proper and adequate notice has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing, therefore, it is ORDERED, ADJUDGED, AND DECREED, that:

1. The Application is granted.
2. In accordance with, *inter alia*, Sections 327(a), 328(a), and 1103(a) of the Bankruptcy Code and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Committee is hereby authorized and empowered to employ and retain Akin Gump as its counsel, *nunc pro tunc* to December 8, 2008, to represent it in these cases under chapter 11 of the Bankruptcy Code and such retention is hereby approved.
3. Akin Gump shall be compensated in accordance with the procedures set forth in Sections 330 and 331 of the Bankruptcy Code, such Bankruptcy Rules, and Local Bankruptcy Rules as may then be applicable from time to time, and such procedures may be fixed by order of this Court.

Dated: Richmond, Virginia  
\_\_\_\_\_, 2008

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UNITED STATES BANKRUPTCY JUDGE

Entered:

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