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COUNSEL FOR CHAPTER 11 TRUSTEE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA**

In re:

ARA MACAO HOLDINGS, L.P.,

Debtor.

Chapter 11

Case No. 3:18-bk-03615-PS

**CHAPTER 11 TRUSTEE'S APPLICATION
TO EMPLOY BARROW & WILLIAMS AS
SPECIAL COUNSEL FOR ISSUES OF
BELIZEAN LAW**

Pursuant to 11 U.S.C. §§ 327(a) and 328(a), Bankruptcy Rule 2014, and Local Bankruptcy Rule 2014-1, Chapter 11 trustee S. Cary Forrester (the "**Trustee**") hereby applies to employ the law firm of Barrow & Williams LLP ("**Applicant**") as special counsel to assist in procuring the transfer of title to approximately 600 acres of land on the Placencia Peninsula in Belize (the "**Land**") and to otherwise advise on issues of Belizean law. Applicant has previously represented the Debtor (through its general partner, ioVest Development, LLC) in connection with the Land and has not been paid in full for such services. However, it is qualified to

represent the Trustee pursuant to 11 U.S.C. § 327(e). In support of this application, the Trustee states as follows:

1. Petitioning creditors filed the involuntary petition initiating this case under Chapter 11 of the United States Bankruptcy Code on April 6, 2018. On the same day they filed their motion for the immediate appointment of a Chapter 11 trustee [DE 8];

2. On May 7, 2018, the debtor filed its motion to convert the case to a voluntary proceeding under Chapter 11 [DE 63], which was granted by the Court on May 8, 2018 [DE 68];

3. On June 12, 2018, the Court entered its order appointing a Chapter 11 Trustee for the estate [DE 106], and on June 21, 2018, the Court entered its order approving the appointment of G. Grant Lyon as Chapter 11 trustee [DE 112];

4. On July 2, 2018, the Official Committee of Unsecured Creditors filed a motion for election of trustee [DE 126]. The election was held on August 2, 2018, at which time S. Cary Forrester was elected as Chapter 11 trustee [DE 196];

5. The Trustee requires the services of Belizean counsel to represent him in procuring the transfer of title to the Land and to otherwise provide advice on issues of Belizean law. Although Debtor fully paid for the Land in 2007, title was never transferred because Debtor elected not to pay the required 5% stamp tax, even though it had the funds to do so. Accordingly, title remains in the name of the seller;

6. Applicant desires to employ Applicant as special counsel because of its reputation and experience and because of its prior representation of Debtor;

7. As set forth in the attached Declaration of Rodwell Williams, no payments were made by Debtor to B&W within the ninety-day period preceding the filing of this case;

8. To the best of the Applicant's knowledge, and except as set forth below, the members and employees of Applicant have no connection with Debtor, any creditor, any party in interest, their attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee;

9. As of the petition date, Applicant was owed US\$185,247.85, secured by a lien against the Land. However, pursuant to 11 U.S.C. § 327(e) it is qualified to represent the Trustee as special counsel;

10. The hourly rates charged by Applicant are as follows:

Timekeeper	US Dollars (US\$1.00 is approx. BZ\$2.00)
Partners	500.00
Senior Associate	350.00
Junior Associate	200.00
Legal Assistant	150.00
Paralegal	50.00

Plus in all cases GST of 12.5%

11. The foregoing rates are subject to annual review and adjustment;

12. B&W will be paid a retainer of US\$20,000, plus 12.5% GST, for a total of US\$21,875. B&W will also bill for out-of-pocket costs;

13. The declaration of Rodwell Williams, S.C., C.B.E., pursuant to § 327 of the Code and Rule 2014(a), is attached as Exhibit "A."

WHEREFORE, the Trustee requests that the Court enter its order authorizing him to employ Barrow & Williams LLP as special counsel to assist in procuring the transfer of title to the Land and to otherwise advise on issues of Belizean law, and that he have such other and further relief as may be proper under the circumstances.

Dated September 13, 2018

FORRESTER & WORTH, PLLC

/s/ SCF (006342)

S. Cary Forrester

Counsel for Chapter 11 Trustee

Copy of the foregoing served by mail or
e-mail September 13, 2018, to:

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EXHIBIT "A"

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CHAPTER 11 TRUSTEE

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DECLARATION OF RODWELL WILLIAMS

Pursuant to 11 U.S.C. §§ 327 and Bankruptcy Rule 2014, Rodwell Williams declares under penalty of perjury:

1. I am the managing partner of Barrow & Williams LLP ("B&W"), located at 84 Albert Street, Belize City, Belize, Central America.
2. I was admitted to practice in Belize in 1985.
3. To the best of my knowledge, information, and belief, and except as set forth below, no member of B&W has any connection with the Debtor, its creditors, any party in interest, their respective attorneys and accountants, the United States Trustee, or any persons employed in the office of the United States Trustee.

4. B&W has previously represented the Debtor (through its general partner, ioVest Development, LLC) in connection with the land that forms the principal asset of the bankruptcy estate. B&W has not been paid in full for such services. The amount presently owing is US\$185,247.85, which is secured by a lien against the land.

5. No payments were made by Debtor to B&W within the ninety (90) day period immediately preceding the filing of this case on April 6, 2018;

6. B&W represents no interest that is materially adverse to the Debtor or its bankruptcy estate.

7. The hourly rates charged by B&W are as follows:

Timekeeper	US Dollars (US\$1.00 is approx. BZ\$2.00)
Partners	500.00
Senior Associate	350.00
Junior Associate	200.00
Legal Assistant	150.00
Paralegal	50.00

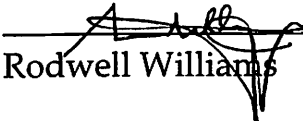
Plus in all cases GST of 12.5%

8. B&W will be paid a retainer of US\$20,000, plus 12.5% GST, for a total of US\$21,875. B&W will also bill for out-of-pocket costs;

9. I understand that B&W must make periodic fee applications to the Court and that B&W will not be entitled to payment until the Court has entered an order approving payment of fees and reimbursement of costs.

10. B&W has not agreed to share its compensation with anyone.

Dated September 12, 2018.


Rodwell Williams