

1 Jacob L. Houmand, Esq. (NV Bar No. 12781)
Email: jhoumand@nelsonhoumand.com
2 NELSON & HOUMAND, P.C.
3900 Paradise Road; Suite U
3 Las Vegas, Nevada 89169-0903
Telephone: 702/720-3370
4 Facsimile: 702/720-3371

Electronically Filed On: April 3, 2015

5 *Counsel for Victoria L. Nelson, Chapter 7 Trustee*

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7
8 **UNITED STATES BANKRUPTCY COURT**
9 **DISTRICT OF NEVADA**

10 In re:
11 AMERI-DREAM REALTY, LLC,
12 Debtor.

Case No. BK-S-15-10110-LED
Chapter 7

DECLARATION OF SAMUEL A. SCHWARTZ, ESQ. IN SUPPORT OF APPLICATION TO EMPLOY SCHWARTZ FLANSBURG, PLLC AS SPECIAL BANKRUPTCY COUNSEL FOR VICTORIA L. NELSON, CHAPTER 7 TRUSTEE PURSUANT TO 11 U.S.C. §§ 327(a) AND 328(a) AND FEDERAL RULE OF BANKRUPTCY PROCEDURE 2014

Date of Hearing: May 5, 2015
Time of Hearing: 2:30 p.m.
Place: Courtroom No. 3, Third Floor
Foley Federal Building
300 Las Vegas Blvd., S.
Las Vegas, NV 89101

Judge: Honorable Laurel E. Davis

23 I, Samuel A. Schwartz, Esq., hereby declare as follows:

24 1. I am over the age of 18 and mentally competent. Except where stated on
25 information and belief, I have personal knowledge of the facts in this matter and if called upon to
26 testify, could and would do so. I make this declaration in support of the Application to Employ
27 Schwartz Flansburg, PLLC as Special Bankruptcy Counsel for Victoria L. Nelson, Chapter 7
28 Trustee Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Federal Rule of Bankruptcy Procedure

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Facsimile: (702) 720-3371

1 2014 (the "Application").¹

2 2. I am an attorney licensed to practice law in the State of Nevada and admitted to
3 practice before this Court. I am a managing member with the law firm of Schwartz Flansburg,
4 PLLC (the "Firm"). The Firm maintains offices at 6623 Las Vegas Boulevard South, Suite 300,
5 Las Vegas, Nevada 89119.

6 3. This Declaration is made pursuant to 11 U.S.C. § 329 and Federal Rule of
7 Bankruptcy Procedure 2014(b) and is in support of the Application.

8 4. The Firm is well suited for the type of representation required by Victoria L.
9 Nelson, the Chapter 7 Trustee (the "Trustee"). The Firm is best able to provide the required
10 services based on the Firm's extensive experience in the practice of business, commercial and
11 complex litigation, with expertise in areas of substantive law likely to become relevant in
12 prosecution of the Claim.

13 5. The attorneys of the Firm that will render services in relation to the above-
14 referenced bankruptcy case are familiar with the United States Bankruptcy Code, the Federal
15 Rules of Bankruptcy Procedure, the Federal Rules of Civil Procedure, and the Local Rules of
16 Practice for the United States Bankruptcy Court for the District of Nevada (the "Local Rules")
17 and will comply with them, as well as the procedures set forth in the "Guide to Applications for
18 Professional Compensation," promulgated by the Office of the United States Trustee (the "U.S.
19 Trustee") with regard to compensation of professionals.

20 6. Following the Trustee's request that the Firm represent her in this case as special
21 bankruptcy counsel, a conflicts check was undertaken, utilizing the Firm's client list. Based upon
22 the conflicts check and my information and belief, I believe that the Firm and its attorneys are
23 "disinterested persons" as defined by 11 U.S.C. § 101 and do not hold or represent any interest
24 adverse to the bankruptcy estate.

25 _____
26 ¹ Unless otherwise indicated, all chapter and section references are to the Bankruptcy Code, 11
27 U.S.C. §§ 101-1532, and to the Federal Rules of Bankruptcy Procedure, Rules 1001-9037. The
28 Federal Rules of Civil Procedure will be referred to as "FRCP" and the Federal Rules of
Bankruptcy Procedure will be referred to as "FRBP." Unless otherwise stated herein, all
undefined, capitalized terms shall have the meaning ascribed to them in the Application.

1 7. The conclusion that the Firm is a “disinterested” person within the meaning of 11
2 U.S.C. § 101(14) for purposes of 11 U.S.C. § 327(a) is based upon the fact neither the Firm nor
3 any of its attorneys:

- 4 (a) Are or were a creditor, equity security holder, or insider of
5 the Debtor;
- 6 (b) Are or were, within two (2) years before the date of the
7 filing the bankruptcy petition, a director, officer or
8 employee of Debtor as specified in subparagraph (c) of
9 Section 101(14);
- 10 (c) Hold, or have ever held, an interest materially adverse to the
11 interest of the estate or of any class of creditors, equity
12 holders, or parties in interest, by reason of any direct or
13 indirect relationship to, or interest in, the Debtor or for any
14 other reason except as stated herein;
- 15 (d) Represent, or have ever represented, the Debtor, insiders of
16 the Debtor, creditors of the Debtor, any other party in
17 interest, or their respective attorneys and accountants except
18 as set forth herein; and
- 19 (e) Is a relative or employee of the U.S. Trustee or a
20 Bankruptcy Judge except as stated herein.

21 8. To the best of my knowledge and belief, the Firm represents no interest that is
22 adverse to the Trustee, to the Debtor’s estate, any creditor, any party in interest, the U.S. Trustee,
23 or any attorney or accountant employed by the foregoing, in matters upon which it will be
24 engaged as counsel.

25 9. Upon completion of my conflicts check and based upon information and belief, the
26 Firm’s only connections with the Debtor are as follows: (a) that the ex-husband of a member of
27 the Firm’s staff leased a residence through the Debtor as the property manager, and (b) I am the
28 broker of And Opportunities Real Estate, Inc., a real estate brokerage which may have shared
commissions related to sales of real property with the Debtor.

 10. Except as set forth herein, to the best of my information and belief, neither the
Firm nor any of its attorneys has any connection with the Debtor, the creditors, any other parties
in interest, their respective attorneys and accountants, the Office of the United States Trustee, or

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1 any person employed in the Office of the United States Trustee and that the Firm and each of its
2 attorneys are all disinterested persons pursuant to 11 U.S.C. § 101(14).

3 11. The fees incurred by the Firm will be handled on a contingency fee basis with the
4 Firm's fees being dependent upon recovery through settlement or trial, except in the event of
5 discharge from representation as provided below. The Firm's fees, costs and expenses will be
6 paid as follows:

7 **Pre-litigation activity.** The Firm shall be entitled to a contingency fee
8 of 33 1/3% to be calculated on the gross amount of recovery (i.e., before
9 deducting for or seeking reimbursement of any expenses paid by the
10 Client to the Firm or otherwise) generated from **all** work performed
11 prior to filing a lawsuit or making a formal demand for arbitration. Such
12 work may include, but is not limited to, factual investigation, claims
13 investigation and analysis, document review, factual and legal research,
14 work with experts in preparation of a complaint and the requisite reports
15 that must be filed with a complaint, preparation of demand letters, pre-
16 suit settlement negotiations, preparation of a complaint and/or
17 arbitration demand, and pre-suit mediation(s), if any.

18 **Post-filing litigation activity.** Once any litigation is initiated, either
19 through the filing of a complaint or making a formal demand for
20 arbitration, the Firm shall be entitled to a 40% contingency fee
21 calculated on the gross amount of recovery (i.e., before deducting for or
22 seeking reimbursement of any expenses paid by the Client to the Firm or
23 otherwise). Any work performed in the context of an arbitration
24 following a demand for arbitration shall constitute "Post-filing litigation
25 activity."

26 **Appellate activity.** In the event that a notice of appeal is filed by any
27 party, the Firm shall be entitled to a 50% contingency fee calculated on
28 the gross amount of recovery (i.e., before deducting for or seeking
reimbursement of any expenses paid by the Client to the Firm or
otherwise).

Payment of Contingency Fee. With respect to any recovery by the
Client arising out of, pertaining to, or resulting from the pursuit of the
claims in the Litigation, whether through any settlement, judgment,
arbitration award, or otherwise, the Client shall pay the appropriate
contingency fee to the Firm within fourteen (14) days of receipt of such
recovery or within fourteen (14) days of court approval, if any is
required.

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1 A true and correct copy of the proposed Retainer Agreement with Trustee is attached hereto as
2 **Exhibit "1"**.

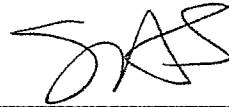
3 12. The Firm understands that its compensation is subject to prior Court approval.

4 13. No promises have been received by the Firm or any attorney of the Firm, as to
5 payment or compensation in connection with the above-referenced bankruptcy case in accordance
6 with the provisions of the Bankruptcy Code, FRBP and the Local Rules (the "Local Rules") and
7 orders of the Court. The Firm has no agreement with any other entity to share with such entity
8 any compensation received by the Firm, except as permitted under Section 504(b)(1).

9 14. The Firm has not shared, or agreed to share, with any other individual or entity,
10 other than with members of the Firm, any compensation paid or to be paid.

11 I declare under penalty of perjury under the laws of the United States that the foregoing is
12 true and correct.

13 Dated this 1st day of April, 2015.



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15 _____
16 Samuel A. Schwartz, Esq.

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