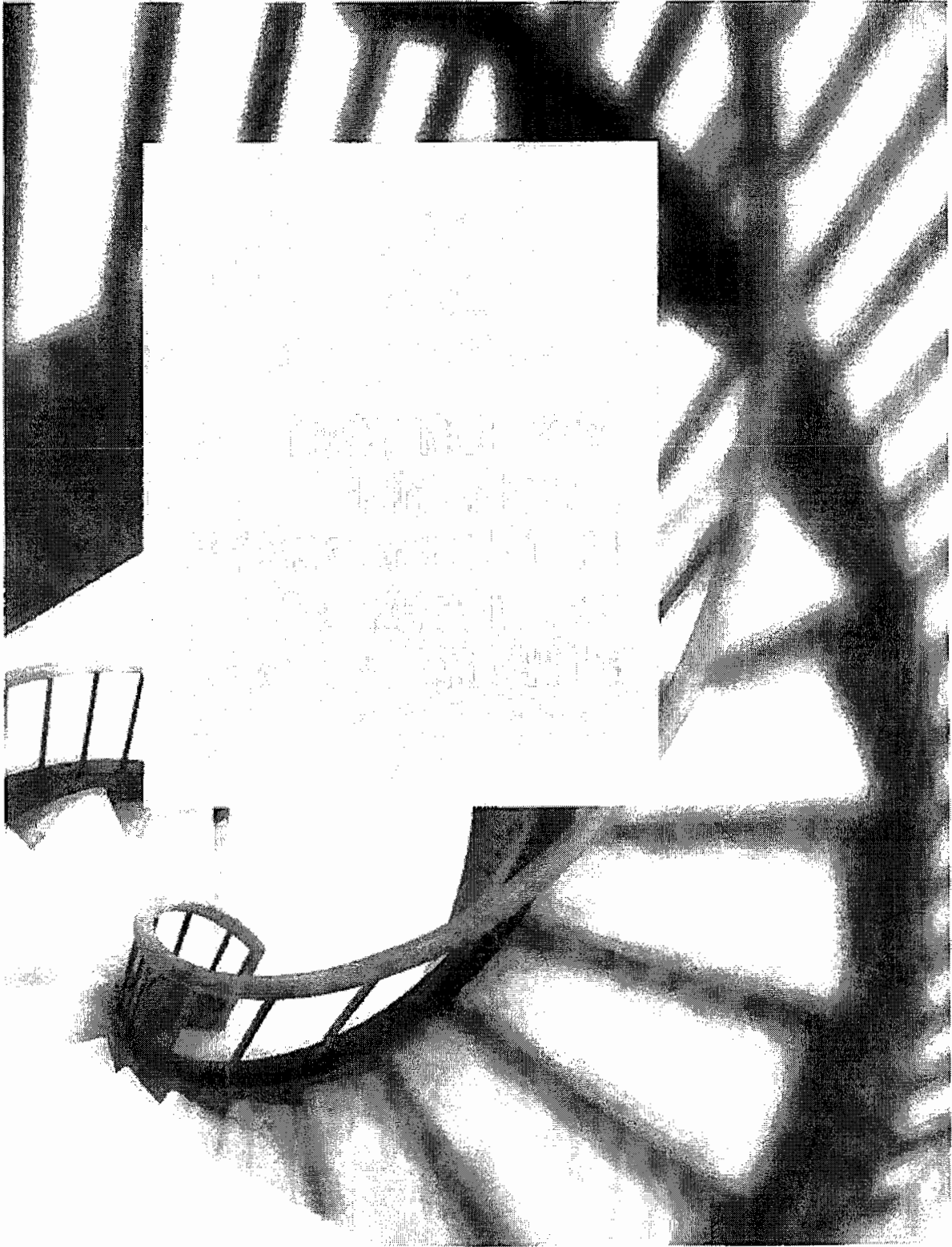


# **EXHIBIT 3**



**Lowenstein  
Sandler**  
ATTORNEYS AT LAW



**Lowenstein Sandler's attorneys represent public and private companies, financial institutions, investors, entrepreneurs, governmental agencies, universities, and private clients in complex and sophisticated corporate and litigation matters throughout the country. To work with our firm is to work with legal and business visionaries who are committed to our clients.**

**Lowenstein Sandler's commitment to our business clients leads us to proactively identify and minimize any weaknesses in their ventures. For clients in the midst of crises, we strive to alleviate their situations and set them on realistic, forward-looking paths.**

Our Bankruptcy, Financial Reorganization & Creditors' Rights practice combines customized strategies with big-picture business counseling and crisis management. Our group's size and reputation reflect its national scope. *Bankruptcy Insider* ranked the firm second nationwide for representing committees of unsecured creditors, and the *Deal* ranked us among the country's most active bankruptcy practices. Our group's chairperson ranked third among the top unsecured creditor attorneys in the country.

Our attorneys represent debtors and creditors' committees in Chapter 11 proceedings nationwide, as well as diverse financial institutions managing troubled credit. We prosecute and defend all types of litigation related to bankruptcy proceedings. Some recent undertakings underscore our prominence. Our work on behalf of shareholders and bondholders in connection with a recent major corporate bankruptcy contributed to a record multibillion-dollar recovery for a securities class. We represent a major labor union in several of the country's largest airline bankruptcies and the creditors' committees in many of the largest Chapter 11 cases. Our premise in these and every other engagement is that financial difficulties should not mean the end of a business or a business relationship. Our clients' successes support our view.

## Bankruptcy

### Practice Details

A reorganization often is the most practical and promising strategy for a troubled company. Our attorneys represent debtors, creditors' committees, and trustees in formal Chapter 11 proceedings throughout the United States. We advise on "prepackaged" and "prenegotiated" plans, which implement quick restructurings that otherwise would take years to complete. We also advise debtors and financial institutions in nonjudicial debt restructurings or workouts that involve publicly and privately held instruments. In addition, our group works with healthy companies seeking to retire debt at a discount, restructure operations, or recapitalize.

A company's fiscal difficulty impacts various other parties, such as those who have provided loans, supplied goods and services, or invested capital. Lowenstein Sandler represents official and unofficial creditors' committees and equity committees in diverse Chapter 11 and other insolvency matters. We work with commercial and investment banks, savings institutions, mutual funds, and other financial firms in their management of troubled credit. Our attorneys also advise clients who are interested in buying assets from Chapter 11 debtors. We help structure and secure bankruptcy court approval of debtor-in-possession financing, and we represent lenders in exploring and establishing these and other financing opportunities.

Whenever possible, we consult with our firm's corporate attorneys in diverse disciplines to structure transactions that minimize future complications and liability, and to avoid the domino effect that one bad deal can have on a company's overall well-being. We also advise

on the significant bankruptcy aspects of various transactions, including commercial finance transactions, as well as mergers, acquisitions, and divestitures of solvent, insolvent, and other highly leveraged companies. We are involved in large and complex commercial, industrial, and residential real estate insolvencies, and we help companies emerge from bankruptcy with controlled environmental liabilities.

Lowenstein Sandler attorneys prosecute and defend all types of litigation related to bankruptcy proceedings. We have developed a niche practice representing the interests of shareholders and investors in securities fraud class actions against corporate defendants in bankruptcy. Such representation helps protect a class of creditors that generally receives little or no recovery in Chapter 11 reorganizations or liquidations.

Our Bankruptcy, Financial Reorganization & Creditors' Rights practice navigates smoothly through the complicated bankruptcy process to ease our clients' most serious concerns. Our extensive knowledge of the insolvency landscape, our ingenuity and foresight, our negotiation and trial skills, all work to inspire our clients' trust.

For more information about our Bankruptcy, Financial Reorganization & Creditors' Rights practice, contact Kenneth A. Rosen at 971.597.2548 or [krosen@lowenstein.com](mailto:krosen@lowenstein.com).

**Bankruptcy, Financial  
Reorganization & Creditors'  
Rights Services**

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**THE RIGHT ANSWER**

**Lowenstein  
Sandler**  
ATTORNEYS AT LAW

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# Lowenstein Sandler



Michael S. Etkin  
Partner

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Michael ("Mickey") S. Etkin is a senior bankruptcy practitioner and commercial litigator with significant experience in complex business reorganizations and litigation as well as securities and ERISA class action litigation. Mickey graduated from Boston University, *cum laude*, in 1975, and received his law degree, *with honors*, from St. John's University in 1978. He is admitted to practice in the state and federal courts of New York and New Jersey. Mickey is listed in the 2011-2014 editions of *Chambers USA: America's Leading Lawyers for Business*, which has described him as "very plugged-in" and "instrumental in providing tactical advice" and noted his skill in "anticipating all the key issues that are likely to arise." In addition, he is also featured in the 2006-2013 editions of *The Best Lawyers in America* in the Bankruptcy and Creditors' Rights section of the publication.

Mickey practices in Lowenstein Sandler's Bankruptcy, Financial Reorganization & Creditors' Rights and its Complex Business Litigation groups. Mickey's bankruptcy practice includes the representation of debtors, trustees, creditors and investors in a variety of complex bankruptcies and bankruptcy related litigation. On the creditor/investor side, Mickey has had significant involvement in many of the largest and most complex Chapter 11 proceedings where he represented the interests of major creditors, bondholders and/or shareholders. Mickey is currently representing shareholder and investor interests in the Residential Capital, Lehman Brothers, Washington Mutual, Overseas Shipholding Group, Penson Worldwide, Nortel, Tribune, Sino Forest, Advanta and Point Blank Solutions Chapter 11 or Chapter 15 proceedings. He is a recognized national expert in the representation of defrauded investors and class action claimants in bankruptcy proceedings and has lectured on the rights of securities fraud claimants and class action plaintiffs in a Chapter 11 context. Mickey has also lectured on the interplay between bankruptcy law and product liability litigation.

Mickey also represents major energy companies in connection with bankruptcy proceedings involving their customers and counterparties. He has been invited to speak before financial institutions, bar association groups and credit associations regarding the rights of counterparties to derivatives in a bankruptcy context, including cutting edge issues emerging from the Lehman Brothers Chapter 11 and SIPC proceedings.

Mickey has represented both debtors and purchasers in acquisitions of assets of Chapter 11 and Chapter 7 bankruptcy estates. He has been retained as creditors' committee counsel in the Chapter 11 proceedings of retailers, telecommunications companies, and manufacturers and as special counsel on behalf of Chapter 7 and Chapter 11 trustees to prosecute fraud and similar claims. He has also been retained as debtors' counsel in the Chapter 11 proceedings of several industrial manufacturers and contractors, a major book publisher, a California shopping center, a software manufacturer, a converter, marketer and distributor of paper products and a discount retail store chain and has represented plan proponents in pre-packaged Chapter 11 proceedings.

## PUBLICATIONS

## RELATED AREAS

Bankruptcy, Financial Reorganization & Creditors' Rights  
Commercial & Business Litigation

## EDUCATION

St. John's University  
School of Law (J.D., 1978) , *with honors*

Boston University (B.S., 1975) , *cum laude*

## BAR ADMISSIONS

New York

New Jersey

## COURT ADMISSIONS

1979, U.S. District Court,  
Southern District of New York

1979, U.S. District Court,  
Eastern District of New York

1980, U.S. Court of  
International Trade

1981, U.S. District Court,  
District of New Jersey

1997, U.S. Court of  
Appeals, Second Circuit

2008, U.S. Court of  
Appeals, Sixth Circuit

2008, U.S. District Court,  
Western District of New York

2010, U.S. Court of

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## MICHAEL S. ETKIN

Partner

- Sparks Continue to Fly – Electricity is not Eligible for Section 503(b)(9) Status and Other Shocking Developments  
*Business Credit*, January 2014  
Bruce Nathan, Michael Etkin, David Banker
- Where to Litigate: Litigation Forum Choices in a Bankruptcy Proceeding  
*New Jersey State Bar Association Seventh Annual Bankruptcy Bench-Bar Conference*, April 1, 2005  
Michael Etkin, Eric Horn
- Automatic Stay Doctrine Applies to Certain Related Nondebtors  
*New Jersey Law Journal*, February 5, 2001  
Michael Etkin, Ira Levee

Appeals, Seventh Circuit

## AFFILIATIONS

- American Bar Association
- New Jersey State Bar Association
- New York State Bar Association
- American Bankruptcy Institute
- International Energy Credit Association

## PRESS MENTIONS

- Michael S. Etkin was quoted in *Law360* from his oral argument before the Delaware Bankruptcy Court in connection with the objection of defrauded purchasers, who are plaintiffs in a federal securities class action suit, to the scope of the injunction sought by Furniture Brands International Inc. in its Chapter 11 liquidating plan. The Bankruptcy Court sustained that part of the objection. Etkin represents the lead plaintiff., *Law360*, July 14, 2014
- Michael S. Etkin is quoted in *The National Law Journal* as objecting to the proposed scheduling order in the General Motors Bankruptcy case relating to the ignition switch litigation and claims. Etkin, co-counsel of plaintiffs, requested more information about a proposal to stay the litigation, as well as adequate communication amongst attorneys with cases against GM., *The National Law Journal*, May 15, 2014
- In *Law360*, Michael S. Etkin and Michael Savetsky are highlighted for representing Kenneth Freeling, a former partner at the law firm Dewey & LeBoeuf LLP, in connection with that firm's Chapter 11 liquidation proceeding., *Law360*, February 13, 2013
- Michael S. Etkin comments on non-debtor third-party releases in Dynegy Inc.'s bankruptcy plan., *SNL Financial*, August 27, 2012
- In *Law 360*, Michael S. Etkin is highlighted for representing the proposed lead plaintiff in a securities fraud class action against three executives of the bankrupt oil and gas company Delta Petroleum. On May 8, 2012, Mr. Etkin convinced the bankruptcy court after oral argument to deny Delta's motion to extend the bankruptcy automatic stay to shield the executives from the litigation., *Law 360*, May 8, 2012
- Michael S. Etkin comments on the \$208.5 million settlement of the consolidated shareholder class-action lawsuit against former officers, directors, underwriters and auditors of Washington Mutual, Inc. alleging misrepresentations and failures to disclose relating to Washington Mutual's financial condition. Lowenstein Sandler is bankruptcy counsel to the lead institutional plaintiff and the class., *Dow Jones Newswire and The Wall Street Journal*, July 1, 2011
- Michael S. Etkin and Ira M. Levee are highlighted for representing the securities plaintiffs in Colonial BancGroup Inc.'s Chapter 11 proceedings , *Law360*, June 3, 2011

# Lowenstein Sandler

## MICHAEL S. ETKIN

Partner

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- Michael S. Etkin comments on Judge Mary Walrath's decision to reject confirmation of Washington Mutual Inc.'s Chapter 11 plan., *Dow Jones Daily Bankruptcy Review* , January 19, 2011
- Michael S. Etkin featured in an article describing his success in striking a deal for securities claimants in the WorldCom Chapter 11 litigation., *New Jersey Law Journal* , August 15, 2005
- Michael S. Etkin discusses the decrease of bankruptcy filings in 2005, *Philadelphia Inquirer* , June 2005