



**U.S. Department of Justice**  
*Office of the United States Trustee*  
*Districts of Colorado, Utah and Wyoming*  
308 W. 21<sup>st</sup> Street  
Cheyenne, Wyoming 82001

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DATE

**Re:** \_\_\_\_\_

Dear Creditor:

The above named debtor(s) filed a voluntary petition under Chapter 11 of the Bankruptcy Code. Section 1102(b) of the Bankruptcy Code authorizes the United States Trustee to appoint an Official Committee of Unsecured Creditors (a “**Committee**”) and the debtor’s petition or other sources of information indicate that you may be eligible for appointment to the Committee in this case. The Committee represents the interests and acts on behalf of, of all unsecured creditors. Members of the Committee are generally selected from the list of the twenty largest unsecured creditors. More information is provided on the Information Sheet attached hereto as **Exhibit A**.

**If you wish to be considered for membership on the Committee, please complete the enclosed Questionnaire attached hereto as Exhibit B and return it via mail or by e-mail to: [Daniel.J.Morse@usdoj.gov](mailto:Daniel.J.Morse@usdoj.gov), so that it is received no later than 10 days from the date of this letter.** Return of the Questionnaire, however, does not guaranty appointment to the Committee, only that you will be considered. If you do not wish to serve on the Committee, you do not need to return the form.

The United States Trustee urges you to consider serving on the Committee. Under the Bankruptcy Code, the Committee has the right to demand that the debtor consult with the Committee before making major decisions or changes to request the appointment of a trustee or examiner, to participate in the formation of a plan of reorganization and in some cases to propose its own plan or reorganization. If appropriate, the Committee may request that Bankruptcy Court convert a chapter 11 case to one under Chapter 7, at which time the debtor’s operation would cease and its assets would liquidated. The Committee is authorized to select and employ an attorney and other necessary professionals, subject to court approval. Fees of professionals employed by the Committee may be paid from available assets, if any, of the bankruptcy estate after court approval. Further, Committee members’ actual expenses may be reimbursed from the estate assets.

If we receive sufficient creditor interest in this solicitation, we may schedule a meeting or telephone conference for the purpose of forming a committee. If however, a sufficient number of creditors do not elect to serve on the Committee, a Committee may not be formed and these rights may go unexercised.

The Committee performs a vital role in Chapter 11 reorganizations, and we hope you choose to participate.

Sincerely,

Patrick Layng  
UNITED STATES TRUSTEE

/s/ Daniel J. Morse  
Daniel J. Morse  
Assistant U.S. Trustee  
[Daniel.J.Morse@USDOJ.GOV](mailto:Daniel.J.Morse@USDOJ.GOV)

Enclosures.

Cc: Debtor’s Counsel via e-mail only

**EXHIBIT A**  
**OFFICIAL COMMITTEE OF UNSECURED CREDITORS INFORMATION SHEET**

**Purpose of Unsecured Creditors' Committees.** To increase participation in the chapter 11 proceeding, section 1102 of the Bankruptcy Code requires that the United States Trustee appoint a committee of unsecured creditors (the "Committee") as soon as practicable after the order for relief has been entered. The Committee ordinarily consists of the persons, willing to serve, who hold the seven (7) largest unsecured claims of the kinds represented on such committee. The debtor has filed a list indicating that your claim may be among the largest unsecured claims against the debtor, and for that reason, you may be eligible to serve on the Committee. There must be at least three (3) unsecured creditors willing to serve in order to form a Committee.

**Powers and Duties of Unsecured Creditors' Committees.** Members of the Committee are fiduciaries who represent all unsecured creditors as a group without regard to the types of claims which individual unsecured creditors hold against the debtor. Section 1103 of the Bankruptcy Code provides that the Committee may consult with the debtor, investigate the debtor and its business operations and participate in the formulation of a plan of reorganization. The Committee may also perform such other services as are in the interests of the unsecured creditors which it represents. Moreover, Federal Rule of Bankruptcy Procedure 2019, as amended, requires each member of an official committee to file a verified statement disclosing its name, its address, and the nature and amount of each "disclosable economic interest" held in relation to the debtor on the date the committee was formed. Rule 2019 also requires the committee to file a verified supplemental statement updating the earlier information (if information previously disclosed has materially changed) when taking a position before the court or soliciting votes on a plan.

**Employment of Professionals.** Section 1103 of the Bankruptcy Code provides that the Committee may, subject to the bankruptcy court's approval, employ one or more attorneys, accountants, or other professionals to represent or perform services for the Committee. The decision to employ particular professionals should occur at a scheduled meeting of the Committee where a majority of the Committee is present. All professionals retained by the Committee may be compensated from assets of the debtor's estate pursuant to section 330 of the Bankruptcy Code. Applications for the payment of professional fees may be monitored by the Office of the United States Trustee and are subject to the Court's approval. However, the Committee should carefully review all applications and not rely on the Court or the United States Trustee to discover and object to unreasonable or unnecessary professional fees or costs.

**Other Matters.** The Committee should elect a chairperson and may adopt bylaws. As a party in interest, the Committee may be heard on any issue in the bankruptcy proceeding. Federal Bankruptcy Rule 2002(i) requires that the Committee (or its authorized agent) receive all notices concerning motions and hearings in the bankruptcy proceeding.

"Disclosable economic interest" means any claim, interest, pledge, lien, option, participation, derivative instrument, or any other right or derivative right granting the holder an economic interest that is affected by the value, acquisition, or disposition of a claim or interest.

In the event you are appointed to an official committee of creditors, the United States Trustee may require periodic certifications of your claims while the bankruptcy case is pending. Creditors wishing to serve as fiduciaries on any official committee are advised that they may not purchase, sell or otherwise trade in or transfer claims against the Debtor while they are committee members absent an order of the Court. By submitting the enclosed Questionnaire and accepting membership on an official committee of creditors, you agree to this prohibition. The United States Trustee reserves the right to take appropriate action, including removing a creditor from any committee, if the information provided in the Questionnaire is inaccurate, if the foregoing prohibition is violated, or for any other reason the United States Trustee believes is proper in the exercise of her discretion. You are hereby notified that the United States Trustee may share this information with the Securities and Exchange Commission if deemed appropriate.

**Privacy Act Statement.** 11 U.S.C. § 1102 authorizes the collection of this information. The information will be used by the United States Trustee to determine your qualifications for appointment to the Committee. Disclosure of this information may be to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties, or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-OOI, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: <http://www.justice.gov/ustleo/rulesregulations/index.htm>. Your disclosure of information is voluntary; however, failure to provide the requested information may result in the rejection of your application to be appointed to the Committee.

Should you have any additional questions concerning the Committee or your membership on the Committee, please contact the Office of the United States Trustee.

# EXHIBIT B

To: Largest Unsecured Creditors

Re: \_\_\_\_\_

Please complete the following questionnaire if you are interested in serving on the committee of unsecured creditors in one of the above-referenced case. This information is collected for the purpose of facilitating the formation of a committee and is not intended to waive or limit any rights.

1. Information about the claimant you represent:

Name of Creditor: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Fax number: \_\_\_\_\_

Mailing Address: \_\_\_\_\_  
Street City State Zip

Email address: \_\_\_\_\_

2. Information about representative or agent (if different from above):

Name: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Fax number: \_\_\_\_\_

Mailing Address: \_\_\_\_\_  
Street City State Zip

3. Information about the claim:

\$ \_\_\_\_\_ Claim is: \_\_\_ General unsecured  
Approximate Amount \_\_\_ Unsecured portion of partially secured claim  
\_\_\_ If claim is partially secured, the approximate  
value of the secured claim is \$ \_\_\_\_\_  
\_\_\_ Unsecured, but we also hold a secured claim  
\_\_\_ Other (explain): \_\_\_\_\_

Was the claim acquired from another party? \_\_\_ Yes \_\_\_ No

Explain: \_\_\_\_\_

Nature of/consideration for claim (i.e., goods/services on open account, promissory note, lease, guarantee, etc.):

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4. Relationships with the Debtor(s):

Is claimant/are you a:

- a. Director of the debtor
- b. Officer of the debtor
- c. Person in control of the debtor
- d. Partnership in which the debtor is a general partner
- e. General partner of the debtor
- f. Relative of a general partner, director, officer, or person in control of the debtor
- g. Managing agent of the debtor
- h. Affiliate of the debtor
- i. a) through g) above of an affiliate of the debtor

\_\_\_\_\_  
Affiliate Name

Is claimant/are you a competitor of the debtor?  Yes  No

5. Other significant information about claim/claimant:

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6. Is there a reason why this creditor would be unable to discharge its fiduciary duties to the unsecured creditors represented by the committee to be formed?  Yes  No

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Title