

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION**

In re:

LOUIS PEARLMAN

Case No. 6:07-bk-00761-ABB

Debtor /

Chapter 11

**EMERGENCY
MOTION FOR AN ORDER AUTHORIZING
RULE 2004 EXAMINATION OF THE DEBTOR**

The Creditors listed in Attachment "A" hereto (hereinafter, the "Moving Creditors") move this Court, pursuant to Rule 2004, Federal Rules of Bankruptcy Procedure ("Rule 2004"), to enter an order authorizing them, through their counsel, to conduct a necessary Rule 2004 examination of Louis Pearlman, the Debtor herein. In support, the Creditors respectfully state as follows:

1. On March 1, 2007 (the "Petition Date"), Tatonka Capital Corporation, Integra Bank, National Association, American Bank of St. Paul, and First National Bank & Trust Company of Williston (collectively, the "Petitioning Creditors") initiated this proceeding by filing against Louis J. Pearlman (the "Debtor") an involuntary petition under Chapter 11 of the United States Bankruptcy Code.
2. On March 8, 2007, the Petitioning Creditors filed an emergency motion for appointment of a Chapter 11 trustee (Dkt. No. 5; the "Emergency Motion"). As set forth in the Emergency Motion, the Debtor has been involved in one of the largest "ponzi" schemes in the history of the State of Florida.
3. Subsequently, on March 16, 2007, this Court entered its Order Directing the Appointment of Chapter 11 Trustee (Dkt. No. 24).

4. On March 30, 2007, this Court entered its order approving the Trustee's appointment (Dkt. No. 46).
5. On April 5, 2007, the Court entered its Order for Relief Under Chapter 11 (Dkt. No. 60).
6. The claims of the Moving Creditors, who total over 200 in number, exceed the sum of \$42,000,000.00. They wish to pursue litigation against third parties separate and apart from those whom the Trustee has sued or intends to sue. Discovery by the Trustee involves both similar and different fact issues sought to be discovered by the Moving Creditors. Therefore, Counsel for the Moving Creditors will need to obtain discovery from the Debtor including, but not limited to the acts, conduct, assets, liabilities, and financial condition of the Debtor.
7. Pursuant to, inter alia, Rule 2004, the Moving Creditors seek authority to conduct a Rule 2004 examination of the Debtor, who is presently incarcerated in the Orange County Jail by reason of his indictment and has pleaded guilty or no contest to a host of criminal charges related to the affairs of the Debtor's estate. In his plea agreement, the Debtor agreed to cooperate in efforts to secure restitution for the victims of his ponzi scheme. The Moving Creditors are among the hundreds of victims of said scheme.
8. The Debtor is currently scheduled to be sentenced by Federal District Judge G. Kendall Sharp on May 21, 2008. Counsel to the Moving Creditors has obtained permission in concept from the Debtor's counsel to conduct the requested discovery. The Trustee has also indicated no objection to the relief requested

herein. However, the United States Attorney's Office does not agree, leaving no alternative but to bring this motion in the present proceeding.

9. Once the Debtor is sentenced, he will have far less incentive under his plea agreement to be cooperative. Therefore, it is essential that the requested examination occur prior to May 21, 2008.
10. Due to the immediacy of Mr. Pearlman's sentencing and the loss of any incentive on his part to testify truthfully and completely once he is sentenced, it is critical that Creditors' counsel be permitted to question Mr. Pearlman under oath no later than the end of business May 20, 2008 and that this application be considered by the Court on an expedited basis.
11. Should this Court grant this motion, the Creditors further request that any third party objecting to the issuance of a notice for Rule 2004 examination or a subpoena, be required to file its objection with this Court within five (5) days after filing of this Motion.

WHEREFORE, it is respectfully requested that this Court enter the attached order authorizing the Creditors to conduct a Rule 2004 examination of the Debtor as soon as possible, but, in any event, no later than May 20, 2008.

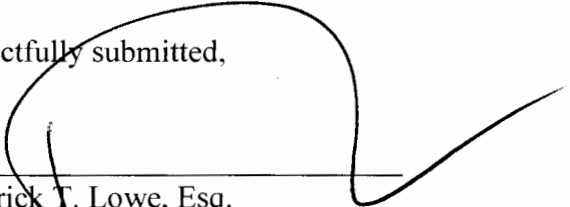
Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that I caused the foregoing motion to be served electronically on the 8th day of May, 2008, or by United States Mail, postage prepaid, on the 8th day of May, 2008, to the attached Mailing Matrix.

Respectfully submitted,



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Label Matrix for USBC
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Case 6:07-bk-00761-ABB
Fri Aug 24 17:24:34 EDT 2007

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Berg, Jason
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Boenig, Jeffery

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Groom, Elizabeth
Groom, Rae
Hall, Dennis L.
Hall, Lloyd H.
Hall, Marilyn
Hall, Jessie
Halloran, Richard
Hand, Victoria

Hanney, Donald
Hanney, Mary
Henkel, Teri
Hines, Larry
Hines, Patricia
Hoffman, Faye
Hoffman, Glen
Hoffman, Steven
Hughes, Robert J.
Iceberg, Gregory B.
Isham, Ruth
Jackson, Forrest
Karakus, Kadrican
Kerr, Ann
Kesinger, Gail (FOR MARGIE)
Kesinger, Kevin
Lauder, Malcolm
Lauder, Margaret
Lauria, Edward
Lauria, Libby
Liles, Elinor
Lohr, Bette
Lowy, Jacqueline
Lozano, Luz

Luce, Frank
Marcum, Dale
Marsh, Daniel
Matthews, James E.
Maxwell, Bonnie
Maxwell, Gerald
McCollough, Lillian
Mchugh, Paul
McKatten, Kirsten
Mcmahon, Joseph
McMahon, Josephine
Meagher, Raymond
Meagher, Teresa
Medlock, Patricia
Miller, Harve
Miller, Jeffery
Miller, Wayne
Mobley, Patricia
Monks, Donald
Monks, Rosalie
Montemarano, Maritza
Montemarano, Medoro
Morgan, Roger L.
Murphy, Kyran Martin
Nagy, Margaret

Nettie, Joanne
Nevler, Jordan
Nevler, Leda
O'Donnell, David
Paaso, Theodora
Paaso, Thomas
Painter, June
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Parr, Stephen
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Pineda, Jose
Pozzouli, Juliette
Pozzouli, Michael
Provenzano, Linda
Ragan, Charles
Ragan, Maryann
Reed, Beverly
Richardson Investments & Personal Property FLP
Richardson, Elizabeth
Richardson, John
Robinson III, Harry
Rodriguez, Raul
Rosen, Paula
Rowe, Jacqueline

Rutledge, Mary
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Sarin, Helen
Sarin, Jeffery
Sarin, Michael
Sarin, Sheryl
Scheller, Frederick
Scheller, Libia
Scheller, Libia F.
Schoeller, Deirdre
Schons, Clogene
Schons, Harry
Schons, Jerry
Schons, Roena
Schulman, Florence
Schutte, Annabell
Schwartz, Ian
Schwartz, Jessica Cydney
Selling, Ronald
Shrake, Steven
Silva, Beverly C.
Silva, Emmanuel O.

Sitton, Thomas
Sitton, Virginia
Slone, Gary
Springer, Marlo
Springer, Theodore
Steele, Mark T.
Stevens, Patricia
Swette, Dominique
Thorpe, Robert
Van Fossan, James Lee
Volk, Anita
Whelchel, William R.
Whitmore, Harold
Williams, James
Wolmetz, Anita
Wolmetz, Larry
Wright Gregory
Wright, Betsy
Yacovone, Nancy
Young, Marilyn
Young, William
Zucker, Susan

TRUST/FUND/MISC
Anita Volk Trust Agreement
Arnold & Fay DeCamp Living Trust DTD
Barrett Family Trust
Boenig/Afane Family Trust DTD
Carter, Beverly Ann Revocable Trust DTD, Beverly Ann Carter TTEE
Cerberuses Eleven Trust DTD 11/1/01
Dennis Coren-JWROS
Dynasty Construct. INC.
Edward Lauria Dec. Trust DTD
Eye Q Inc.
Fiserv ISS & Co. FBO Robert Falcetti Sr.
Georgian Bank Invest. Group
Gonzalez Invest. Personal Property Family Limited Partnership
Groom Investments & Personal Properties E FLP, Rae Groom
JB III Consulting, INC.
JFL Venture Fund I
JFL Venture Fund II
JFL Venture Fund III
JFL Venture Fund IV
JFL Venture Fund V
J.J. Barrett III
Jonathan Tannenhauser IRA
June Painter Revocable Trust
Lillian McCollough Amended Revocable C Trust DTD
Lowy Family Trust
Mark Tannenhauser IRA

Michael Tannenhauser IRA
North Shore Plumbing Supply
North Shore Plumbing Supply Profit Sharing
North Shore Plumbing Supply Pension Trust
Pearson Inc. Pension Plan
Retirement Accounts Inc. FBO Beverly Reed
Retirement Accounts Inc. FBO James E. Williams
Retirement Accounts Inc. FBO Joan Bernstein
Rivervale Chiropractic Center Pension Acct.
Robert & Susan Falcetti Revocable Trust DTD
Roberta Coren Living Trust DTD, Roberta Coren TTEE
Schons Sr. Revocable Trust, Harry & Roena Schons TTEES
Secure Storage Corp.
Steven Irrevocable Childrens Educational Trust DTD
Team Foundation, INC.
The Timepeice Collection LTD
William & Gail Burns Revocable Living Trust
ZZ Forfeiture