

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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IN RE:	: Chapter 11
ARCAPITA BANK B.S.C.(c), et al.,	: Case No. 12-11076 (SHL)
Debtors.	: Jointly Administered
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**SUPPLEMENTAL DECLARATION OF CRAIG JOHNSON
IN SUPPORT OF THE DEBTORS’ (I) APPLICATION FOR AN ORDER
APPOINTING GCG, INC. AS CLAIMS AND NOTICING AGENT FOR THE DEBTORS
PURSUANT TO 28 U.S.C. § 156(c), 11 U.S.C. § 105(A), S.D.N.Y. LBR 5075-1 AND
GENERAL ORDER M-409 AND (II) APPLICATION FOR ENTRY OF AN ORDER
AUTHORIZING THE RETENTION OF GCG, INC. AS THE ADMINISTRATIVE
AGENT FOR THE DEBTORS NUNC PRO TUNC TO THE PETITION DATE**

I, Craig Johnson, hereby declare under penalty of perjury:

1. I am a Senior Director of GCG, Inc. (“*GCG*”) and I am authorized to make and submit this declaration on behalf of GCG. This declaration is being submitted to supplement declarations previously-filed in support of the (i) Application for Entry of an Order Appointing GCG, Inc. as Claims and Noticing Agent for Arcapita Bank B.S.C.(c) and certain of its subsidiaries and affiliates (the “*Arcapita Debtors*”) Pursuant to 28 U.S.C. §156(c), 11 U.S.C. §105(A), S.D.N.Y. LBR 5075-1 and General Order M-409 (the “*Section 156(c) Application*”) and (ii) Application for Entry of an Order Authorizing the Retention of GCG, Inc. as the Administrative Agent for the Arcapita Debtors (the “*Section 327 Application*” together with the Section 156(c) Application, the “*GCG Retention Applications*”). The statements contained herein are based upon personal knowledge.

2. On March 26, 2012, the Debtors filed the GCG Retention Applications, each of which included a supporting declaration of Craig E. Johnson (the “*Declarations*”). On March 30, 2012 and April 19, 2012, this Court entered orders approving the GCG Retention Applications on an interim and final basis, respectively.

3. Since the filing of the Declarations, it has come to my attention that GCG has been retained to serve as the claims, noticing, and balloting agent for Church Street Health Management, LLC and its related debtors (the “*Church Street Debtors*”) in their chapter 11 case being jointly administered in the United States Bankruptcy Court for the Middle District of Tennessee under case number 12-01573.

4. Arcapita Inc., an affiliate of the Arcapita Debtors, is both a creditor of and counterparty to a management services agreement with Church Street Health Management LLC.

5. GCG’s working relationship with the Church Street Debtors in their Chapter 11 cases (i) is completely unrelated to these Chapter 11 cases and (ii) in no way affects GCG’s disinterestedness with respect to, or ability to serve as the claims, noticing, or administrative agent for the Arcapita Debtors in these Chapter 11 cases.

6. Since 1999, GCG has been a wholly owned subsidiary of Crawford & Company (“*Crawford*”). Harsha V. Agadi, a member of Crawford’s Board of Directors since 2010, also serves as a non-executive member of the Board of Directors for Bijoux Turner, which was acquired by the Arcapita Debtors in 2006. Mr. Agadi receives from Bijoux Turner an annual cash retainer and an equity interest in Bijoux Turner based on his service as a non-executive member of its Board of Directors. Similarly, Mr. Agadi receives an annual cash retainer and equity interest in Crawford based on his service as a member of Crawford’s Board of Directors. In his role as a member of Crawford’s Board of Directors, Mr. Agadi serves as an independent

director, and he has no involvement in the administration of these cases.

7. GCG will continue to analyze the parties-in-interest in these Chapter 11 cases and, if necessary, make further appropriate disclosures.

8. To the best of my knowledge and belief, I declare that the foregoing is true and correct under the penalty of perjury.

9. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed on May 4, 2012

/s/ Craig E. Johnson
Craig E. Johnson
Senior Director of GCG