

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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IN RE:

ARCAPITA BANK B.S.C.(c), et al., : Chapter 11  
Debtors. : Case No. 12-11076 (SHL)

-----X  
AFFIDAVIT AND DISCLOSURE STATEMENT OF WILLIAM W. RUSSELL,  
ON BEHALF OF SCHIRMEISTER DIAZ-ARRASTIA BREM LLP

STATE OF TEXAS )  
) ss.:  
COUNTY OF HARRIS )

William W. Russell, being duly sworn, upon his oath, deposes and says: I am an attorney in the law-firm of Schirmeister Diaz-Arrastia Brem LLP, located at 700 Milam, 10<sup>th</sup> Floor, Houston, TX 77002, 713.221.2500 (the “*Company*”).

1. Arcapita Bank B.S.C.(c) and certain of its subsidiaries (collectively, the “*Debtors*”) have requested that the Company provide legal services to the Debtors, and the Company has consented to provide such services.

2. The Company may have performed services in the past and may perform services in the future, in matters unrelated to the Debtors’ above-captioned chapter 11 cases (the “*Chapter 11 Cases*”), for persons that are parties in interest in the Chapter 11 Cases. As part of its customary practice, the Company is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants, employees of the Debtors, or other parties in interest in the Chapter 11 Cases. The Company does not perform services for any such person in connection with the Chapter 11 Cases. In addition, the Company does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

3. Neither I nor any principal of or professional employed by the Company has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Company.

4. Neither I nor any principal of or professional employed by the Company, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

5. The Company provided Debtors pre-petition services in the amount of \$8,640 which were unpaid at the time of filing the petition. The Company hereby waives any claim it has to such fees, and therefore, Company has no prepetition claims.

6. The Company is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Company should discover any facts bearing on the matters described herein, the Company will supplement the information contained in this Affidavit.

7. Prepetition claims against any of the Debtors held by the Company: As set out above, none.

8. Prepetition claims against any of the Debtors held individually by any member, associate, or professional employee of the Company: none.

9. Stock of any of the Debtors currently held by the Company: None.

10. Stock of any of the Debtors currently held individually by any member, associate, or professional employee of the Company: none.

11. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the Company is to be employed: none.

AFFIANT MADE NO FURTHER STATEMENTS

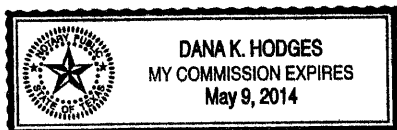
  
William W. Russell


**ACKNOWLEDGMENT**

THE STATE OF TEXAS                   §  
   §  
COUNTY OF HARRIS                   §

BEFORE ME, the undersigned authority, on this day personally appeared William W. Russell, known to me to be the person whose name is subscribed on the foregoing instrument and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME on this 15<sup>th</sup> day of June, 2012.



  
NOTARY PUBLIC, STATE OF TEXAS

My Commission Expires:

5-9-2014