

*Relief Requested Without a Hearing*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

In re:

LINCOLN PAPER AND TISSUE, LLC,  
  
Debtor.

Chapter 11

Case No. 15-10715

**APPLICATION FOR ORDER AUTHORIZING THE RETENTION AND  
EMPLOYMENT OF NAI THE DUNHAM GROUP, INC. AS  
REAL ESTATE BROKER FOR THE DEBTOR  
AND DEBTOR IN POSSESSION**

Lincoln Paper and Tissue, LLC (the “Debtor”), by and through its undersigned counsel, hereby requests that this Court enter an order approving the employment of NAI The Dunham Group, Inc. (the “Dunham Group”) as real estate broker for the Debtor. Simultaneous with the filing of this application (the “Application”), the Debtor has filed the Affidavit of Brad Moll of the Dunham Group (the “Moll Affidavit”). In support hereof, the Debtor states as follows:

**JURISDICTION AND VENUE**

1. This Court has jurisdiction to entertain this Application pursuant to §§ 28 U.S.C. 157 and 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein are 11 U.S.C. §§ 327(a), 330, and 331; Rule 2014(a) of the Federal Rules of Bankruptcy Procedure; and Rule 2014-1 of this Court’s local rules (the “Local Rules”).

**BACKGROUND**

2. On September 28, 2015 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of 11 U.S.C. § 101 et seq. (the “Bankruptcy Code”). No trustee or

examiner has been appointed in the Debtor's chapter 11 case.

**RELIEF REQUESTED**

3. Subject to the approval of this Court, the Debtor seeks to employ the Dunham Group as its real estate broker in relation to the marketing and sale of a roughly 240-acre parcel of real property and certain buildings generally located at 50 Katahdin Avenue, Lincoln, Maine 04457 (the "Mill Property"). The Debtor has selected the Dunham Group for its considerable experience in successfully marketing commercial real estate in Maine and the Debtor believes that the Dunham Group is well qualified to provide the necessary brokerage services.

4. The professional services the Dunham Group is to render include, without limitation, the following:

- a. Undertaking efforts to market and sell the Mill Property; and
- b. Negotiate favorable terms of sale of the Mill Property with potential buyers.

**BASIS FOR RELIEF**

5. Under section 327(a) of the Bankruptcy Code, a debtor in possession is authorized to employ one or more professional persons that do not hold or represent an interest adverse to the estate and who are "disinterested persons," as that term is defined in § 101(14) of the Bankruptcy Code, to represent or assist the debtor in carrying out its duties under the Bankruptcy Code. See 11 U.S.C. §§ 101(14) and 327(a).

**A. The Dunham Group is Disinterested and Does Not Have an Adverse Interest**

6. To the best of the Debtor's knowledge, the Dunham Group does not have any interest adverse to the Debtor, its creditors, any other party in interest, their respective attorneys and accountants, or the United States Trustee (the "UST") or persons known to the Dunham

Group as employees of the Office of the United States Trustee in Portland, Maine. Accordingly, the Debtor believes that the Dunham Group does not hold or represent any interest adverse to the Debtor's estate and is a "disinterested person" as that phrase is defined in § 101(14) of the Bankruptcy Code.

**B. Arrangement for Compensation and Reimbursement of the Dunham Group**

7. The Dunham Group and the Debtor intend on entering into the listing agreement to sell the Mill Property, substantially in the form attached hereto as **Exhibit A** (the "Listing Agreement"). Pursuant to the Listing Agreement, the Dunham Group has agreed to accept a commission of 8% of the sale price, and the term of the Listing Agreement shall be one (1) year from the date of this Court's entry of an order approving this Application. Pursuant to the Listing Agreement, should the Mill Property be sold to the Town of Lincoln, the Debtor shall not be liable for a commission on the initial \$80,000.00 of the sale price.

8. The commission shall be paid by the Debtor only upon the closing of a sale of the Mill Property in accordance with the terms of the Listing Agreement.

9. The Debtor has consulted with counsel for the Official Committee of Unsecured Creditors (the "Committee"). The Committee supports the request sought in this Application.

**NOTICE**

10. The Debtor's most recent mailing to all 2,413 creditors on the Debtor's creditor matrix cost the Debtor's estate almost \$4,000.00. Given the nature of the request in this Application, the Debtor respectfully requests authority to limit notice of the Motion to the following parties: (a) the UST; (b) the Committee, as representative of the unsecured creditor body; and (c) all parties having filed requests for notice in the Debtor's case.

**CONCLUSION**

11. The services of the Dunham Group are necessary to enable the Debtor to execute faithfully its duties as a debtor and debtor in possession and to maximize the value of the estate's assets for the benefit of all constituencies. The Dunham Group is well qualified to provide the necessary real estate brokerage services to the Debtor as a debtor and debtor in possession under the Bankruptcy Code in an efficient, cost-effective and timely manner.

WHEREFORE, the Debtor respectfully requests that this Court enter an order approving the employment of the Dunham Group on the terms described herein, and to grant such further relief as is just an appropriate.

Dated: August 22, 2017

Respectfully submitted,

**LINCOLN PAPER AND TISSUE, LLC**

By its attorney,

*/s/ Sam Anderson*

D. Sam Anderson, Esq.

BERNSTEIN SHUR SAWYER & NELSON, P.A.

P.O. Box 9729

100 Middle Street

Portland, Maine 04104-5029

Phone: (207)774-1200

Fax: (207) 774-1127

Email: [sanderson@bernsteinshur.com](mailto:sanderson@bernsteinshur.com)