

THE HONORABLE SAMUEL J. STEINER
Chapter 15
HEARING DATE: April 16, 2009
HEARING TIME: 1:30 p.m.
RESPONSE DEADLINE: At Hearing

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

In re
DELOITTE & TOUCHE, INC.
as Foreign Representative of
EVERGREEN GAMING CORP.,
Debtor in a Foreign Proceeding.

Chapter 15
Case No. 09-13567 (SJS)
EMERGENCY MOTION FOR JOINT
ADMINISTRATION OF CASES UNDER
BANKRUPTCY RULE 1015(b)

Deloitte & Touche, Inc., by and through its designated representative, Jervis Rodrigues (the "Monitor"), is the court-appointed Monitor and foreign representative for the Evergreen Group¹ in Canadian insolvency proceedings pending in the Supreme Court of British Columbia, Canada under the Companies' Creditors Adjustment Act (the "CCAA"). The Monitor hereby moves the Court for entry of an order, pursuant to section 105(a) of

¹ The "Evergreen Group" consists of Evergreen Gaming Corporation, the parent company, and the following direct and indirect subsidiaries: EGC Holdings Ltd., EGC Properties Ltd., Frank Sisson's Silver Dollar Ltd., Washington Gaming, Inc., Big Nevada, Inc., Little Nevada II, Inc., Little Nevada III, Inc., Silver Dollar Mill Creek, Inc., Golden Nugget Tukwila, Inc., Shoreline Gaming, Inc., Little Nevada, Inc., Snohomish Gaming Inc., Hollydrift Gaming, Inc., Royal Casino Holdings, Inc., Gameco, Inc., Gaming Management Inc., Gaming Consultants, Inc., Shoreline Holdings Inc., and Mill Creek Gaming, Inc. With the exception of EGC Holdings Ltd., EGC Properties Ltd., and Frank Sisson's Silver Dollar Ltd., each of the entities has filed chapter 15 a petition in this Court.

MOTION DIRECTING JOINT ADMINISTRATION
OF CASES – 1

70919-0001LEGAL15781759.2

Perkins Coie LLP
1201 Third Avenue, Suite 4800
Seattle, WA 98101-3099
Phone: 206.359.8000
Fax: 206.359.9000

1 Title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1015(b) of the Federal
2
3 Rules of Bankruptcy Procedure, authorizing and directing the joint administration of the
4
5 Evergreen Group’s related Chapter 15 cases for procedural purposes only (this “Motion”).
6
7 In support of this Motion, the Monitor respectfully states as follows:
8

9 **Jurisdiction**

10 1. This Court has jurisdiction over this Motion under 28 U.S.C. §§ 157 and
11
12 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(P).
13
14 Venue of these proceedings and this Motion is proper in this Court under 28 U.S.C.
15
16 §§ 1410(1) and (3).
17

18 2. The statutory bases for the relief requested herein are Bankruptcy Code
19
20 Section 105(a) and Rule 1015(b) of the Federal Rules of Bankruptcy Procedure.
21

22 **Background**

23 3. On April 15, 2009 (the “Petition Date”), Evergreen Gaming Corporation
24
25 (“Evergreen”) and twenty direct and indirect subsidiaries filed for relief under the CCAA in
26
27 the Supreme Court of British Columbia (the “CCAA Proceeding”). That same day,
28
29 Evergreen and sixteen subsidiary members of the Evergreen Group filed petitions under
30
31 Chapter 15 of the United States Bankruptcy Code (collectively, the “Chapter 15 Cases”)
32
33 seeking recognition of the Monitor as a foreign representative and the CCAA Proceeding as
34
35 a foreign main proceeding pursuant to §1517.
36
37

38 4. The events leading up to the Petition Date and the facts and circumstances
39
40 supporting the relief requested herein are set forth in the Declaration of Jervis Rodrigues In
41
42 Support of Application for Recognition of Foreign Proceeding, the Declaration of Cory
43
44 Coyle In Support of Application for Foreign Proceeding and the Declaration of John R.
45
46
47

1 Sandrelli Regarding Canadian Law, filed contemporaneously herewith and incorporated
2
3 herein by reference.
4

5 **Relief Requested**

6
7 5. By this Motion, the Monitor respectfully requests entry of an order
8
9 authorizing and directing the joint administration of these Chapter 15 Cases for procedural
10 purposes only. A proposed form of order is attached hereto as Exhibit A.

11
12
13 6. The Monitor also requests that the caption of these Chapter 15 Cases be
14 modified to reflect the joint administration of these Chapter 15 Cases, substantially as
15 follows:
16

17
18
19 UNITED STATES BANKRUPTCY COURT
20 WESTERN DISTRICT OF WASHINGTON
21 AT SEATTLE
22

23
24 In re
25
26 Evergreen Gaming Corp., et al.
27
28 Debtors in a Foreign Proceeding.
29

Chapter 15

Case No. _____

(Jointly Administered)

30
31 7. In addition, the Monitor requests that the Court authorize and direct that a
32 notation substantially similar to the following notation be entered on the docket for each of
33 the Chapter 15 Cases to reflect the joint administration of these cases:
34
35

36
37 An order (the "Joint Administration Order") has been entered in this case
38 directing the joint administration of the Chapter 15 Cases related to each
39 of the Debtors listed below. The docket in case no. _____ should be
40 consulted for all matters affecting this case.
41
42
43
44
45
46
47

1 Debtors:

2
3 Evergreen Gaming Corporation
4 Washington Gaming, Inc.
5 Big Nevada, Inc.
6 Little Nevada II, Inc.
7 Little Nevada III, Inc.
8 Silver Dollar Mill Creek, Inc.
9 Golden Nugget Tukwila, Inc.
10 Shoreline Gaming, Inc.
11 Little Nevada, Inc.
12 Snohomish Gaming Inc.
13 Hollydrift Gaming, Inc.
14 Royal Casino Holdings, Inc.
15 Gameco, Inc.
16 Gaming Management Inc.
17 Gaming Consultants, Inc.
18 Shoreline Holdings Inc.
19 Mill Creek Gaming, Inc.

20
21 8. Further, the Monitor requests that the Court authorize the Monitor to utilize a
22 combined service list for the jointly administered cases and that combined notices be sent to
23 creditors of the Evergreen Group and other parties-in-interest as applicable.
24
25

26 **Authority**

27
28 9. Bankruptcy Rule 1015(b) provides that if two or more petitions are pending
29 in the same court by or against a debtor and an affiliate, the court may order the joint
30 administration of the estates of a debtor and its affiliates. *See* Fed. R. Bankr. P. 1015(b).
31
32

33
34 10. The Rodrigues Declaration, the Sandrelli Declaration and the Coyle
35 Declaration establish that joint administration of these Chapter 15 Cases (a) is warranted
36 because the Evergreen Group's financial affairs and business operations are closely related,
37 and (b) will ease the administrative burden on the Court and the parties.
38
39

40
41 11. The Monitor anticipates that various notices, applications, motions, other
42 pleadings, hearings, and orders in these cases will affect all of the Evergreen Group. With
43 seventeen affiliated debtors, each with its own case docket, the failure to administer these
44
45
46
47

1 cases jointly would result in numerous duplicative pleadings filed for each issue and served
2 upon overlapping service lists. Such duplication of substantially identical documents would
3 be wasteful and would unnecessarily burden the Clerk of this Court.
4
5

6
7 12. Joint administration will permit the Clerk to use a single docket for all of
8 these cases and to combine notices to creditors and other parties-in-interest of the Evergreen
9 Group's cases. Joint administration also will protect parties-in-interest by ensuring that such
10 parties-in-interest in each of the respective Chapter 15 Cases will be apprised of the various
11 matters before the Court in all of the cases.
12
13

14
15
16
17 13. The Monitor requests that the official caption to be used by all parties in all
18 pleadings in the jointly administered cases be in the form set forth above.
19

20
21 14. The rights of the respective creditors of each of the Evergreen Group entities
22 will not be adversely affected by joint administration of these cases inasmuch as the relief
23 sought is purely procedural and is in no way intended to affect substantive rights. Each
24 creditor and party-in-interest will maintain whatever rights it has against the particular
25 member of the Evergreen Group against which it allegedly has a claim or right. Indeed, the
26 rights of all creditors will be enhanced by the reduction in costs resulting from joint
27 administration. The Court also will be relieved of the burden of entering duplicative orders
28 and keeping duplicative files. Supervision of the administrative aspects of these Chapter 15
29 Cases by the Office of the United States Trustee also will be simplified.
30
31
32
33
34
35
36
37

38 Notice

39
40
41 15. Notice of this Motion has been provided to (i) the principal parties in the
42 case, including the Debtors and their professionals, (ii) Fortress and any other known
43 secured lenders and their respective counsel (if known); (iii) landlords and any other
44 executory contract counterparties; (iv) the United States Attorney's Office; (v) the State of
45
46
47

1 Washington, Bankruptcy and Collections Unit; (vi) the Washington State Gambling
2 Commission; and (vii) the Office of the U.S. Trustee. The Monitor requests that the Court
3 grant this Motion without further notice to creditors. The Monitor will serve the signed
4 order approving this Motion on all identified interested parties by United States mail,
5 postage prepaid or as otherwise ordered by this Court. In light of the nature of the relief
6 requested, the Monitor submits, that no further notice is required.
7
8
9
10
11

12 WHEREFORE the Monitor respectfully requests that the Court enter an Order
13 substantially in the form attached hereto as Exhibit A, (a) authorizing the joint
14 administration of the Chapter 15 Cases and (b) granting such other relief as the Court deems
15 just and proper.
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47

DATED: April 15, 2009

PERKINS COIE LLP

By: /s/Bruce G. MacIntyre
Bruce G. MacIntyre, WSBA No. 18984
BMacIntyre@perkinscoie.com

By: /s/ Alan D. Smith
Alan D. Smith, WSBA No. 24964
ADSmith@perkinscoie.com

By: /s/ John S. Kaplan
John S. Kaplan, WSBA No. 23788
JKaplan@perkinscoie.com

By: /s/ Brian A. Jennings
Brian A. Jennings, WSBA No. 32509
BJennings@perkinscoie.com

1201 Third Avenue, Suite 4800
Seattle, WA 98101-3099
Telephone: 206.359.8000
Facsimile: 206.359.9000

Attorney for Foreign Representative Deloitte &
Touche, Inc.

EXHIBIT A

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47

MOTION DIRECTING JOINT ADMINISTRATION
OF CASES – 8

70919-0001/LEGAL15781759.2

Perkins Coie LLP
1201 Third Avenue, Suite 4800
Seattle, WA 98101-3099
Phone: 206.359.8000
Fax: 206.359.9000

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47

THE HONORABLE SAMUEL J. STEINER
Chapter 15
HEARING DATE: April 16, 2009
HEARING TIME: 1:30 p.m.
RESPONSE DEADLINE: At Hearing

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

In re DELOITTE & TOUCHE, INC. as Foreign Representative of EVERGREEN GAMING CORP., Debtor in a Foreign Proceeding,	Chapter 15 Case No. 09-13567 (SJS) [PROPOSED] ORDER DIRECTING JOINT ADMINISTRATION OF CHAPTER 15 CASES
WASHINGTON GAMING, INC., Debtor in a Foreign Proceeding,	Chapter 15 Case No. 09-_____ ()
BIG NEVADA, INC., Debtor in a Foreign Proceeding,	Chapter 15 Case No. 09-_____ ()
LITTLE NEVADA II, INC. Debtor in a Foreign Proceeding,	Chapter 15 Case No. 09-_____ ()
LITTLE NEVADA III, INC. Debtor in a Foreign Proceeding,	Chapter 15 Case No. 09-_____ ()
SILVER DOLLAR MILL CREEK, INC., Debtor in a Foreign Proceeding,	Chapter 15 Case No. 09-_____ ()

[PROPOSED ORDER] DIRECTING JOINT
ADMINISTRATION OF CASES – 1

70919-0001LEGAL15781759.2

Perkins Coie LLP
1201 Third Avenue, Suite 4800
Seattle, WA 98101-3099
Phone: 206.359.8000
Fax: 206.359.9000

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47

GOLDEN NUGGET TUKWILA, INC., Debtor in a Foreign Proceeding,
SHORELINE GAMING, INC., Debtor in a Foreign Proceeding,
LITTLE NEVADA, INC., Debtor in a Foreign Proceeding,
SNOHOMISH GAMING, INC., Debtor in a Foreign Proceeding,
HOLLYDRIFT GAMING, INC., Debtor in a Foreign Proceeding,
ROYAL CASINO HOLDINGS, INC., Debtor in a Foreign Proceeding,
GAMECO, INC., Debtor in a Foreign Proceeding,
GAMING MANAGEMENT, INC., Debtor in a Foreign Proceeding,
GAMING CONSULTANTS, INC., Debtor in a Foreign Proceeding,
SHORELINE HOLDINGS, INC., Debtor in a Foreign Proceeding,
MILL CREEK GAMING, INC., Debtor in a Foreign Proceeding,

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

Chapter 15
Case No. 09-_____ ()

1 THIS MATTER comes before the Court on the motion of Deloitte & Touche, Inc., as
2 Monitor, by and through its designated representative, Jervis Rodrigues, for entry of an
3 order pursuant to Federal Bankruptcy Rule 1015(b) for joint administration of the above
4 cases. Deloitte & Touche, Inc. is the court-appointed Monitor for each of the above
5 referenced Debtors in the CCAA Proceeding pending in British Columbia, Canada, and
6 Supreme Court. This Court has considered the Motion, the Declarations of Jervis Rodrigues
7 and Cory Coyle in Support of Application for Recognition of Foreign Proceeding and the
8 Declaration of John R. Sandrelli Regarding Canadian Law, and arguments of counsel with
9 respect to the relief requested therein; and the Court has determined that no other or further
10 notice needs to be given under the circumstances.

11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47

BASED ON THE FOREGOING, the Court hereby orders as follows:

1. The Motion is granted,;
2. Pursuant to Bankruptcy Rule 1015(b), the above entitled Chapter 15 Cases shall be jointly administered by the Court for procedural purposes only;
3. The caption of the jointly administered cases should be read as follows:

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

In re
Evergreen Gaming Corp, et al.
Debtors in a Foreign Proceeding.

Chapter 15
Case No. _____
(Jointly Administered)

4. A docket entry shall be made in each of the above-referenced Chapter 15 Cases substantially as follows:

1 An order (the "Joint Administration Order") has been entered in this case
2 directing the joint administration of the Chapter 15 Cases related to each
3 of the Debtors listed below. The docket in case no. _____ should be
4 consulted for all matters affecting this case.

5
6 Debtors:

7
8 Evergreen Gaming Corporation
9 Washington Gaming, Inc.
10 Big Nevada, Inc.
11 Little Nevada II, Inc.
12 Little Nevada III, Inc.
13 Silver Dollar Mill Creek, Inc.
14 Golden Nugget Tukwila, Inc.
15 Shoreline Gaming, Inc.
16 Little Nevada, Inc.
17 Snohomish Gaming Inc.
18 Hollydrift Gaming, Inc.
19 Royal Casino Holdings, Inc.
20 Gameco, Inc.
21 Gaming Management Inc.
22 Gaming Consultants, Inc.
23 Shoreline Holdings Inc.
24 Mill Creek Gaming, Inc.
25

26 DATED this _____ day of April, 2009.

27
28
29
30 _____
31 Honorable _____,
32 United States Bankruptcy Court Judge
33

34
35 Presented by:

36 Perkins Coie LLP

37
38 By: /s/ Bruce G. MacIntyre
39 Bruce G. MacIntyre, WSBA No. 18984
40 Attorney for Foreign Representative Deloitte & Touche, Inc.
41
42
43
44
45
46
47

[PROPOSED ORDER] DIRECTING JOINT
ADMINISTRATION OF CASES – 4

70919-0001/LEGAL15781759.2

Perkins Coie LLP
1201 Third Avenue, Suite 4800
Seattle, WA 98101-3099
Phone: 206.359.8000
Fax: 206.359.9000