

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

HON. SAMUEL J. STEINER  
Chapter 15  
HEARING DATE: April 16, 2009  
HEARING TIME: 1:30 pm  
RESPONSE DUE: 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.

Case No. 09-13567 (SJS)  
  
DECLARATION OF JOHN R. SANDRELLI  
CONCERNING CANADIAN LAW

JOHN R. SANDRELLI hereby declares and states as follows:

1. My name is John R. Sandrelli. I am a practicing lawyer in the Province of British Columbia, Canada, and a member in good standing of the Law Society of British Columbia and I have practiced exclusively in the area of insolvency and bankruptcy for the last 20 years. I am currently the Vancouver Chair of the Insolvency and Workout Group and Managing Partner of the Vancouver office of Fraser Milner Casgrain LLP. I regularly act for companies in need of restructuring as well as for trustees, receivers, financial institutions, commercial lenders, noteholders and other creditors. I make this declaration from personal knowledge and I am competent to testify to the facts herein.

DECLARATION OF JOHN R. SANDRELLI – 1

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

1           2.       On April 15, 2009, Evergreen Gaming Corporation and nineteen direct and  
2 indirect Canadian and American subsidiaries (collectively, the “Evergreen Group” or the  
3 “Debtors”) filed a Petition in the Supreme Court of British Columbia, Canada under the  
4 Canadian Companies’ Creditors Arrangement Act (the “CCAA”), R.S. C. 1985, c.C-36, as  
5 amended, and the Business Corporations Act, S.B.C. 2002, c.57 (the “CCAA Proceeding”).<sup>1</sup>

6  
7  
8  
9  
10 I am one of the attorneys acting for the Debtors in the CCAA Proceeding.

11  
12           3.       By order entered April 15, 2009, the Supreme Court of British Columbia  
13 granted the petitioners relief under the CCAA and appointed Deloitte & Touche Inc. as  
14 Monitor for all Debtors in the CCAA Proceeding. A certified copy of the order (i) granting  
15 relief under the CCAA, (ii) appointing Deloitte & Touche Inc. as the Monitor and  
16 (iii) authorizing the Monitor to commence this Chapter 15 Proceeding (the “CCAA Order”)  
17 has been supplied to the Monitor’s U.S. Counsel for attachment to the Chapter 15 Petition to  
18 be filed by the each of the Debtors in the United States Bankruptcy Court.

19  
20           4.       The CCAA is a federal statute promulgated under the laws of Canada, the  
21 objective of which is to facilitate compromises or arrangements to be made between  
22 insolvent corporations and their creditors. The CCAA has a broad remedial purpose giving  
23 debtor corporations a process by which they may reorganize their debt or restructure  
24 generally under judicial supervision without making a formal assignment under the  
25 Bankruptcy and Insolvency Act. The CCAA provides a structured and monitored means to

26  
27  
28  
29  
30  
31  
32  
33  
34  
35  
36  
37  
38  
39  
40  
41  
42  
43  
44  
45  
46  
47  

---

<sup>1</sup> 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.

