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Prepared by Proposed Counsel for RaPower-3, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF UTAH, CENTRAL DIVISION**

In re RAPOWER-3, LLC , Debtor.	Bankruptcy Case No. 18-24865 (Chapter 11) Judge Kevin R. Anderson
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ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF SNELL & WILMER L.L.P. AS GENERAL BANKRUPTCY COUNSEL FOR DEBTOR

Upon consideration of the *Application of RaPower-3, LLC for Order Authorizing the Employment and Retention of Snell & Wilmer L.L.P. as Counsel for Debtor* (the “**Application**”) filed by Debtor RaPower-3, LLC (“**Debtor**”), as debtor and debtor-in-possession, the *Declaration of David E. Leta in Support of Application for Order Authorizing the Employment and Retention of Snell & Wilmer L.L.P. as Counsel for Debtor* (the “**Supporting Declaration**”), and good cause appearing therefor, the Court:

FINDS and CONCLUDES that:

- A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334 and 157(b)(2);
- B. The relief requested by the Debtor in the Application is in the best interest of the Debtor, its estate, creditors, and other parties in interest;
- C. The proposed attorneys at Snell & Wilmer L.L.P. (“**Snell & Wilmer**”) are duly admitted to practice in this Court;
- D. Snell & Wilmer represents no interest materially adverse to the Debtor or its estate in the matter upon which they are to be engaged and it is otherwise disinterested as that term is defined under 11 U.S.C. § 101(14);
- E. Due and proper notice of the Application and Supporting Declaration has been given; no further or additional notice need be provided.

Accordingly, it is hereby ORDERED:

- 1. That the employment of Snell & Wilmer as counsel for and on behalf of the Debtor, as outlined in the Application and pursuant to 11 U.S.C. § 327(a), is approved; and it is further;
- 2. That payment of compensation or reimbursement of expenses shall made upon further application, after appropriate notice and hearing pursuant to 11 U.S.C. § 330; and it is further;
- 3. That the employment of Snell & Wilmer shall be effective as of June 29, 2018.

END OF ORDER

DESIGNATION OF PARTIES TO BE SERVED

Service of the foregoing **ORDER** shall be served to the parties and in the manner designated below:

- Erin Healy Gallagher erin.healygallagher@usdoj.gov, Russell.S.Clarke@usdoj.gov
- Erin R. Hines erin.r.hines@usdoj.gov, Central.Taxcivil@usdoj.gov
- David E. Leta dleta@swlaw.com, wkalawaia@swlaw.com;csmart@swlaw.com
- John K. Mangum john.mangum@usdoj.gov, valerie.maxwell@usdoj.gov
- Christopher R. Moran christopher.r.moran@usdoj.gov, central.taxcivil@usdoj.gov
- John T. Morgan jr john.t.morgan@usdoj.gov,
James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
- Jeff D. Tuttle jtuttle@swlaw.com, jpollard@swlaw.com;docket_slc@swlaw.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

/s/ Jeff Tuttle

CERTIFICATE OF SERVICE – BY NOTICE OF ELECTRONIC FILING (CM/ECF)

I hereby certify that on the 13th day of July, 2018, I electronically filed the foregoing document with the United States Bankruptcy Court for the District of Utah by using the Court's CM/ECF system. I further certify that the parties of record in this case, as identified below, are listed as registered CM/ECF users and will be served through the CM/ECF system:

- Erin Healy Gallagher erin.healygallagher@usdoj.gov, Russell.S.Clarke@usdoj.gov
- Erin R. Hines erin.r.hines@usdoj.gov, Central.Taxcivil@usdoj.gov
- David E. Leta dleta@swlaw.com, wkalawaia@swlaw.com;csmart@swlaw.com
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- Jeff D. Tuttle jtuttle@swlaw.com, jpollard@swlaw.com;docket_slc@swlaw.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

/s/ Joyce Kyle