

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
: **Chapter 11**
: **Case No. 12-11076 (SHL)**
: **Jointly Administered**
: X
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IN RE:
ARCAPITA BANK B.S.C.(c), et al.,
Debtors.

**AFFIDAVIT AND DISCLOSURE STATEMENT OF WILLIAM R. PARISH, JR.,
ON BEHALF OF MORGAN, LEWIS & BOCKIUS LLP**

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

William R. Parish, Jr., being duly sworn, upon his oath, deposes and says: I am a partner of Morgan, Lewis & Bockius LLP, located at 1000 Louisiana St., Suite 4000, Houston, TX 77002 (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 Debtors owe the Company \$0.00 for prepetition services.

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. The Company does not hold any prepetition claims against any of the Debtors.

8. No member, associate or professional employee of the Company individually holds any prepetition claims against any of the Debtors.

9. The Company does not hold any stock of the Debtors.

10. No member, associate or professional employee of the Company individually holds any stock of any of the Debtors.

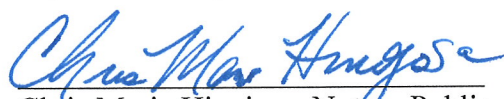
11. The Company does not have any interest adverse to the Debtors or to their estates with respect to the matters on which the Company is to be employed.



WILLIAM R. PARISH, JR.

STATE OF TEXAS)
)
COUNTY OF HARRIS)

The foregoing instrument was sworn to and subscribed before me by William R. Parish, Jr., this day 8th of June, 2012.



Chris Marie Hinojosa, Notary Public

