Docket #0185 Date Filed: 7/21/2014

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
CENTRAL DIVISION

In re Telexfree, LLC Debtor	Chapter 11 Case No. 14-40987 MSH
WALDEMARA MARTIN AND LEANDRO VALENTIM – putative claims representatives and those similarly situated, Plaintiffs, v. TELEXFREE, INC., et al, Defendants.	Adversary Proceeding No. 14-04044 MSH Judge Melvin S. Hoffman

MOTION FOR LEAVE FOR
DAVID E. MEADOWS TO APPEAR PRO HAC VICE

Pursuant to Rule 9010-l(b) of the Local Rules of United States Bankruptcy Court for the District of Massachusetts ("Local Rules"), ProPay, Inc. ("ProPay"), by its attorney Douglas S. Brooks, moves this court to admit David E. Meadows of King & Spalding LLP, 1180 Peachtree Street N.E., Atlanta, Georgia 30309, to appear, defend and practice pro hac vice as co-counsel on behalf of Defendant ProPay. Mr. Meadows is a member in good standing of the State Bar of Georgia. He is also admitted to practice in the following courts: United States District Court for the Northern District of Georgia, the United States Court of Appeals for the Fourth Circuit, the United States Court of Appeals for the Fifth Circuit, the United States Court of Appeals for the Ninth Circuit, and the

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United States Court of Appeals for the Eleventh Circuit. There are no disciplinary proceedings pending against Mr. Meadows in any jurisdiction. Mr. Meadows is familiar with the Local Rules of this Court. Mr. Brooks, a member in good standing of the Bar of the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts, will continue to represent ProPay if this motion is granted.

WHEREFORE, ProPay respectfully requests that this Court admit David E. Meadows to appear, defend, and practice in this case as co-counsel on behalf of ProPay. In support of this motion, ProPay also submits the Declaration of David E. Meadows, attached hereto as Exhibit A.

Respectfully submitted this 21st of July, 2014.

Defendant

/s/ Douglas S. Brooks
Douglas S. Brooks
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Attorney for Defendant ProPay, Inc.

Of counsel:

Phyllis B. Sumner
David E. Meadows
Andrew M. Mutter
King & Spalding LLP
1180 Peachtree Street
Atlanta, GA 30309-3521

CERTIFICATE OF SERVICE

I hereby certify that on the 21st day of July, 2014, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system, which will send electronic mail notification to all parties to the adversary proceeding that have appeared before the court. Furthermore, I certify that on the 21st day of July, 2014, I have served all other parties to the adversary proceeding by placing this motion in the U.S. Mail, postage pre-paid, to the following addresses:

James M. Merrill
1 Coburn Drive
Ashland, Massachusetts 01721

Carlos N. Wanzeler
373 Howard Street
Northborough, Massachusetts 01532

Steven M. Labriola
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Craft Financial Solutions, LLC
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18662 MacArthur Boulevard
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Irvine, California 92612

International Payout Systems, Inc.
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Suite 800
Hallandale Beach, Florida 33009

WWW Global Business Inc.
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Bank of America Corporation
Bank of America Corporate Center
100 North Tryon Street
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Base Commerce, LLC d/b/a Phoenix Payments
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Tempe, AZ 85284

Fidelity Investments
82 Devonshire Street
Boston, Massachusetts 02109-3605

Vantage Payments, LLC
8300 N Hayden Rd #A207
Scottsdale, AZ 85250

Waddell & Reed Financial, Inc.
6300 Lamar Avenue
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Wells Fargo Bank, National Association
101 North Phillips Avenue
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Sioux Falls, South Dakota 57104

Wells Fargo & Company
420 Montgomery Street
San Francisco, California 94104

Santiago De La Rosa
189 Beacon Hill Ave., Unit 2
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Randy N. Crosby
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Faith R. Sloan
515 E. End Ave., Apt. 105
Calumet City, IL 60409-2813

This 21st day of July, 2014.

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DECLARATION OF DAVID E. MEADOWS IN SUPPORT OF MOTION FOR LEAVE TO APPEAR PRO HAC VICE

I, David E. Meadows, declare as follows:

1. I am Counsel with the law firm of King & Spalding LLP in its Atlanta, Georgia office. I make this declaration in support of the accompanying motion for leave to appeal pro hac vice. I have personal knowledge of each of the facts stated below.

2. My business address is 1180 Peachtree Street, N.E., Atlanta, Georgia 30309. My business telephone number is (404) 572-2726. My business fax is (404) 572-5139. My e-mail address is demeadows@kslaw.com.

3. I am a member of the bar in good standing in every jurisdiction in which I have been admitted to practice, namely: State Bar of Georgia, United States District

Court for the Northern District of Georgia, the United States Court of Appeals for the Fourth Circuit, the United States Court of Appeals for the Fifth Circuit, the United States Court of Appeals for the Ninth Circuit, and the United States Court of Appeals for the Eleventh Circuit.

4. I have never been suspended or disbarred in any jurisdiction, nor have I been the subject of any professional disciplinary action, nor do I have complaints or other proceedings pending against me before any disciplinary board, commission, court or bar association.

5. I have reviewed and am familiar with the Local Rules of the United States Bankruptcy Court for the District of Massachusetts.

6. This is the first time in the past 12 months that I have sought admission to practice pro hac vice in this court.

Respectfully submitted this 21st of July, 2014.

Defendant

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