UNITED STATES BANKRUPTCY COURT
DISTRICT OF RHODE ISLAND

In re: NEWPORT OVERLOOK ASSOCIATION, INC., Debtor.	Chapter 11, Subchapter V Case No.: 1:25-bk-11000

DEBTOR'S APPLICATION TO EMPLOY GENERAL BANKRUPTCY COUNSEL

NOW COMES, Newport Overlook Association, Inc., Debtor in the above-captioned and numbered bankruptcy proceeding, and files this *Application to Employ General Bankruptcy Counsel,* and in support thereof states as follows:

1. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of this proceeding is proper in this District and before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The bases for the relief sought herein are 11 U.S.C. §§ 327(a), 328(a), 364 and Fed. R. Bankr. P. 2014(a).

BACKGROUND

3. Debtor's petition in this Chapter 11 proceeding was filed on December 17, 2025.

4. The Debtor is continuing in possession of its property and is operating and managing its business, as a debtor-in-possession, pursuant to §§ 1107 and 1108 of the Bankruptcy Code. No request has been made for the appointment of a trustee or an examiner, and no official committee has been established.

RELIEF REQUESTED

5. Debtor seeks approval to retain the services of the law firm of Chace Ruttenberg & Freedman, LLP ("Counsel") to provide representation to Debtor because of Counsel's experience and qualification in the areas of creditors' and debtors' rights, insolvency and Chapter 11 reorganizations. The Debtor respectfully requests the Court enter an order pursuant to §§ 327(a), 328(a), and 364 of the Bankruptcy Code and Fed. R. Bankr. P. 2014(a) authorizing the Debtor to employ and retain Counsel as its attorneys under a general, renewing retainer to perform the legal services that will be necessary during this Chapter 11 case.

6. Counsel represented Debtor in connection with the commencement of Debtor's Chapter 11 bankruptcy proceeding and was paid for such services in full prior to said filing. Debtor is holding a retainer balance of $3,697, but has not received any other payment from Debtor and intends to apply for compensation for professional services rendered in connection with this case, subject to this Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, this Court's Local Rules and other Orders of this Court, on an hourly basis plus reimbursement of actual, necessary expenses and other charges.

7. To the best of applicant's knowledge Counsel has no connection with the Debtor, any of the creditors or any other party of interest in this case and is a disinterested person as that term is defined in 11 U.S.C.§101.

8. An Affidavit submitted by Richard J. Land, Esq. in support of this Application is attached as **Exhibit A** and incorporated by reference herein.

9. Subject to this Court's approval, and in accordance with 11 U.S.C. § 327, the Federal Rules of Bankruptcy Procedure, Local Rules 2014-1 and 2016-1, the Debtor proposes that Counsel be compensated on an hourly basis, and be reimbursed for the actual, necessary expenses

they incur. The hourly rates applicable to Chace Ruttenberg & Freedman, LLP and the staff proposed to represent the Debtor are:

Attorney	**Title**	**Hourly Rate**
Richard J. Land	Managing Partner	$500.00
Andre S. Digou	Partner	$500.00
Keilly Wickham	Associate	$300.00
Hannah Schilling	Associate	$300.00

WHEREFORE, Debtor respectfully requests (i) that the Court approve the employment of Chace Ruttenberg & Freedman, LLP as general bankruptcy counsel as requested herein, and (ii) grant such other and further relief as the Court deems appropriate.

Respectfully submitted,

Newport Overlook Association, Inc.

/s/ Richard J. Land

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Richard J. Land, Esq. (5592)
Andre S. Digou, Esq. (8711)
CHACE RUTTENBERG & FREEDMAN, LLP
One Park Row, Suite 300
Providence, RI 02903
Tel.: 401-453-6400
Email: rland@crfllp.com
Dated: January 14, 2026

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NOTICE

Within fourteen (14) days after service, if served electronically, as evidenced by the certification, and an additional three (3) days pursuant to Fed. R. Bank. P. 9006(f) if served by mail or other excepted means specified, any party against whom such paper has been served, or any other party who objects to the relief sought, shall serve and file an objection or other appropriate response to said paper with the Bankruptcy Court Clerk's Office, 380 Westminster Street, 6th Floor, Providence, RI 02903, (401) 626-3100. If no objection or other response is timely filed, the paper will be deemed unopposed and will be granted unless: (1) the requested relief is forbidden by law; (2) the requested relief is against public policy; or (3) in the opinion of the Court, the interest of justice requires otherwise.

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true copy of the within document was filed electronically with the above-captioned Court, and notices of electronic filing were sent to the following persons on January 14, 2026 through the electronic filing system.

- Sandra Nicholls
  ustpregion01.pr.ecf@usdoj.gov
  Sandra.Nicholls@usdoj.gov

The within document will also be sent, via first class mail, on January 14, 2026 to the following:

Internal Revenue Service
Insolvency Unit 4th Floor
380 Westminster Street
Providence, RI 02903

RI Division of Taxation
Bankruptcy Unit
Chief Collection Section
One Capitol Hill
Providence, RI 02903

State of RI - Labor and Training
Legal Department
Bldg 72 3rd Floor
1511 Pontiac Avenue
Cranston, RI 02920

/s/ Richard J. Land

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EXHIBIT A

UNITED STATES BANKRUPTCY COURT
DISTRICT OF RHODE ISLAND

In re: **NEWPORT OVERLOOK ASSOCIATION, INC.,**[1] **Debtor.**	**Chapter 11** **Case No.: 1:25-bk-11000**

AFFIDAVIT OF PROPOSED COUNSEL

I, Richard J. Land, Esquire, being duly sworn, depose and state:

1. I am the Managing Partner of the firm Chace Ruttenberg & Freedman, LLP, One Park Row, Suite 300, Providence, Rhode Island ("CRF"), and I make this Affidavit pursuant to Section 327 of the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure.

2. I am a member in good standing of the bar of the State of Rhode Island.

3. CRF maintains records of all of its clients, the matters on which it represents its clients, and the other parties which have a substantial role in such matters. CRF has reviewed such records and documents to determine CRF's connections with the Debtor-in-Possession and those entities listed by the Debtor-in-Possession as being either secured creditors or unsecured creditors along with any other parties in interest in this case.

4. Based upon my review as described herein, in accordance with Bankruptcy Rule 2014(a), neither I nor any member or associate of CRF, insofar as I have been able to ascertain, has any connections or relationships with the Debtor-in-Possession, its creditors or any other parties in interest, or their respective attorneys and accountants, the United States Trustee or any

[1] The last four digits of Debtor's tax identification number are 6560. Debtor's corporate headquarters is located at 150 Bay View Drive, Jamestown, RI 02835.

person employed in the office of the United States Trustee other than as described herein.

5. Based upon my review as set forth in paragraph three and except as set forth in paragraph four, I am not presently aware of any representation by CRF of any other creditors of the Debtor-in-Possession or of any other parties-in-interest.

6. CRF does not represent, nor is it represented by, any other authorized professional specifically in connection with this case or on a regular basis or in connection with a substantial matter in another case.

7. The Debtor-in-Possession may retain various professionals during the pendency of this case. CRF will take steps not to unnecessarily duplicate the efforts of any other professional retained in this case. In that regard, CRF will coordinate with all other professionals retained in this case to ensure that CRF does not unnecessarily duplicate work being performed by other professionals.

8. CRF and I have conducted, and will continue to conduct, research into any relationships we may have with the Debtor-in-Possession and its creditors, any accountants, attorneys, or other professionals of the foregoing, and any other parties interested in this case. Although CRF has undertaken and will continue to undertake an investigation to identify any contacts with the Debtor-in-Possession or parties-in-interest, it is possible that such contacts have not been revealed. To the extent that such contacts are discovered, CRF will notify the Court by filing and serving a supplemental affidavit.

9. By way of disclosure, my firm, Chace Ruttenberg & Freedman, LLP, has represented and represents individuals in connection with estate planning matters. In this regard, we have created trusts for certain clients, some of whom own or may own a time share interest in the Debtor. Clients are advised generally to transfer assets into the trust. We do not assist with completing that process for timeshare interests. Additionally, my firm will not be involved or

participate in any litigation regarding the timeshare interests.

10. I hereby represent that CRF has agreed not to share with any person (except members of my firm) the compensation to be paid for the services rendered in this case.

11. The Debtor seeks to employ CRF under a general retainer at CRF's standard hourly rates because of the extensive services that may be required and the fact that the full extent of such services is not known at this time. CRF received an initial $15,000.00 retainer payment for pre-petition and post-petition legal services to be rendered to Debtor on November 28, 2025. The source of the retainer was from the Debtor. As of the petition date, CRF held an unapplied retainer in the amount of $3,697.00 for services to be rendered by CRF to the Debtor. Other than the retainer payment above, CRF has not received any post-petition payments for legal fees from or on behalf of the Debtor-in-Possession.

12. CRF received payment of $11,303.00[2] for pre-petition legal services rendered to Newport Overlook Association, Inc. for the period from November 18, 2025 to December 17, 2025. The source of the payment was a portion of the $15,000.00 legal fee retainer paid to CRF on November 28, 2025. The balance of the legal fee retainer available for post-petition legal services is $3,697.00.

13. I shall amend this statement immediately upon my learning that (A) of the within representations are incorrect or (B) there is any change of circumstance relating thereto.

14. I have reviewed the provisions of Rhode Island Local Bankruptcy Rule 2016-1, and I understand that my fees and costs are subject to Court approval.

[2] The pre-petition legal services includes $1,738.00 for the Chapter 11 filing fee.

I declare under penalty of pejury that the foregoing is true and correct.

Richard J. Land

Subscribed and sworn to before me on this 14th day of January, 2026.

KEILLY J. WICKHAM NOTARY PUBLIC COMMISSION EXPIRES MY ID# 773578 STATE OF RHODE ISLAND

Notary Public
My Commission Expires: 05/28/2029
Commission ID No: 773578