

ORDERED in the Southern District of Florida on January 7, 2009



John K. Olson

**John K. Olson, Judge
United States Bankruptcy Court**

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
FORT LAUDERDALE DIVISION
www.flsb.uscourts.gov**

In re:	:	Chapter 11 Cases
TOUSA, INC., <i>et al.</i> ,	:	
	:	Case No. 08-10928-JKO
Debtors.	:	
	:	Jointly Administered
	:	
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF TOUSA, INC., <i>et al.</i> ,	:	Adv. Pro. No. 08-01435
Plaintiff,	:	
v.	:	
CITICORP NORTH AMERICA, INC., <i>et al.</i> ,	:	
Defendants.	:	

**ORDER GRANTING IN PART THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS' MOTION TO COMPEL
PRODUCTION OF DEBTORS' DOCUMENTS
BEING WITHHELD ON THE BASIS OF PRIVILEGE CLAIMS**

THIS MATTER came before the Court on December 4, 2008, upon the Official Committee of Unsecured Creditors of TOUSA, Inc., *et al.*'s ("the Committee's") Motion to Compel Production of Debtors' Documents Being Withheld on Privilege Claims (D.E. 112, the "Motion"). Having reviewed the Committee's Motion, it is **ORDERED AND ADJUDGED** that:

1. The Committee's Motion is **GRANTED** in part.
2. The Debtors shall provide to counsel for the Committee one copy set of all documents responsive to the Committee's discovery requests to the Debtors that the Debtors have previously withheld from production on the basis of attorney-client, work product, and common interest privilege claims (the "Privileged Documents").
3. Unless the Debtors grant permission for additional disclosures, examination of the Privileged Documents shall be limited to the attorneys that the Committee has retained for the purpose of pursuing the claims in the above-captioned adversary proceeding, those attorneys' administrative support personnel, and any consulting, non-testifying experts retained by the Committee for the purpose of assisting the Committee's attorneys in pursuing the claims in the above-captioned adversary proceeding. The Committee may not disclose the Privileged Documents (or the contents of the Privileged Documents) to attorneys for the Committee who are not representing the Committee in the above-captioned adversary proceeding, or to any other professionals who have been hired by the Committee who are not assisting the Committee's attorneys with respect to the claims in the above-captioned adversary proceeding.
4. If the Debtors object to the Committee's proposed disclosures of Privileged Documents, the Committee may seek permission of the Court to make such additional disclosures. The Committee may not disclose any of the Privileged Documents (or the contents of the Privileged Documents), or otherwise take any actions that may constitute a waiver of the

attorney-client privilege, work product privilege, common interest privilege, or any other applicable privileges with respect to the Privileged Documents, without the express, written permission of the Debtors, or without further order of the Court.

5. Pursuant to Federal Rule of Evidence 502, nothing in this order constitutes a waiver by any of the Debtors, in this or any other federal or state proceeding, of any privilege claims over any of the documents, including but not limited to the Privileged Documents, that are produced to or received by the Committee.

6. The Court specifically orders, pursuant to Federal Rule of Evidence 502(d), that any and all privileges and protections applicable to the Privileged Documents are not waived by the disclosure of the Privileged Documents to the Committee in connection with the above-captioned adversary proceeding. The Court further specifically orders, pursuant to Federal Rule of Evidence 502(d), that the disclosure of the Privileged Documents to the Committee in connection with the above-captioned adversary proceeding is not and shall not be construed as a waiver of any privileges and protections in any other Federal or State proceeding, or in any regulatory investigation, inquiry, or other proceeding by any Federal, State, or local agency, commission, or other regulatory body.

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Submitted by:

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*Fraudulent Conveyance Adversary Proceeding Counsel for the Official Committee of
Unsecured Creditors of TOUSA, Inc., et al.*

Copies to:

Patricia A. Redmond

*(Attorney Redmond shall upon receipt serve a copy of this Order upon all interested parties and
file a certificate of service.)*

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