

This order is **SIGNED**.

Dated: November 22, 2017

Kevin R. Anderson
KEVIN R. ANDERSON
U.S. Bankruptcy Judge



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

<p>In re: VIDANGEL, INC., Debtor,</p>	<p>Case No. 17-29073 Chapter 11 Judge Kevin R. Anderson</p>
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**ORDER GRANTING DEBTOR’S MOTION TO EMPLOY BAKER
MARQUART LLP AS SPECIAL COUNSEL PURSUANT TO
BANKRUPTCY CODE § 327(e)**

The Court has considered the motion (the “**Motion**”)¹ filed by the above-captioned debtor and debtor-in-possession (the “**Debtor**” or “**VidAngel**”) requesting authorization to employ Baker Marquart LLP (“**Baker Marquart**”) as special counsel, the Declaration of Jaime W. Marquart in Support of the Motion, and applicable law. Based thereon, the Court finds that (i) the employment of Baker Marquart as special counsel to the Debtor is in this best interests of the Debtor’s bankruptcy estate; (ii) Baker Marquart does not represent any interest materially adverse to the Debtor or the bankruptcy estate with respect to the matter on which it is to be employed; and (iii) Baker Marquart is a “disinterested person” as that term is defined in section 327(e) of the Bankruptcy Code. Accordingly, and for good cause otherwise appearing,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED;.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

2. The Debtor is authorized under 11 U.S.C. § 327(e) and Federal Rule of Bankruptcy Procedure 2014 to employ Baker Marquart as special counsel for and on behalf of the Debtor, as outlined in the Motion; and

3. The Debtor may employ Baker Marquart at Baker Marquart's hourly rates, plus actual and necessary expenses

4. Baker Marquart may seek interim payment of compensation and reimbursement of expenses in accordance with the procedures set forth in the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals (See Docket No. 100).

[END OF ORDER]

DESIGNATION OF PARTIES TO RECEIVE NOTICE

Service of the foregoing **ORDER GRANTING DEBTOR'S MOTION TO EMPLOY BAKER MARQUART LLP AS SPECIAL COUNSEL PURSUANT TO BANKRUPTCY CODE § 327(e)** shall be served to the parties and in the manner designated below:

By Electronic Service: I certify that the parties of record in this case as identified below, are registered CM/ECF users.

- J. Thomas Beckett tbeckett@parsonsbehle.com, ecf@parsonsbehle.com;brothschild@parsonsbehle.com;kstankevitz@parsonsbehle.com
- Laurie A. Cayton tr laurie.cayton@usdoj.gov, James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
- Michael R. Johnson mjohanson@rqn.com, docket@rqn.com;dburton@rqn.com
- David H. Leigh dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
- Grace S. Pusavat gpusavat@parsonsbehle.com
- Brian M. Rothschild brothschild@parsonsbehle.com, ecf@parsonsbehle.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

By U.S. Mail - In addition to the parties of record receiving notice through the CM/ECF system, the following parties should be served notice pursuant to Fed R. Civ. P. 5(b).

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Lev E. Breydo
Munger, Tolles & Olson LLP
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Los Angeles, CA 90071-3426

Dated this 20th day of November, 2017.

PARSONS BEHLE & LATIMER

By: /s/ Brian M. Rothschild

Brian M. Rothschild
Proposed Attorneys for VidAngel, Inc.