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Debtor and Debtor in Possession

10 **UNITED STATES BANKRUPTCY COURT**
11 **NORTHERN DISTRICT OF CALIFORNIA**
12 **SAN FRANCISCO DIVISION**

13 In re:
14 Heller Ehrman LLP,
15 Debtor.

Case No.: 08-32514

Chapter 11

**EXHIBITS A AND B TO ORDER
APPROVING DEBTOR'S FILE
DISPOSITION PROCEDURES**

16
17 Time: April 24, 2009
Date: 10:00 AM
18 Place: US Bankruptcy Court
235 Pine Street, Courtroom 22, San
19 Francisco, CA
20 Judge: Hon. Dennis Montali

Exhibit A

April 30, 2009

The Dissolution Committee
RecordsRequest@hellerehrman.com
Direct Fax +1 (415) 772-6268
Main +1 (415) 772-6000

00382

[CLIENT NAME AND ADDRESS]

Re: Disposition of Files in Matters for [CLIENT NAME]

Dear Sir/Madam:

As you may know, on September 26, 2008 Heller Ehrman LLP, formerly known as Heller Ehrman White & McAuliffe LLP (the "Firm") elected to dissolve and to wind up its business operations under the direction of the Firm's Dissolution Committee ("Committee"). On December 28, 2008, the Firm filed a petition for relief under Chapter 11 of the Bankruptcy Code. The Committee, with the approval of the Bankruptcy Court, is directing the effort to liquidate the remaining inventories of former client files located at off-site storage facilities.

The Firm's records indicate that there may be files in storage pertaining to the Firm's former representation of [CLIENT NAME]. Enclosed is a printout listing those files that we believe are in storage. The purpose of this letter is to determine whether you would like to take custody of any of those files, or whether the records instead may now be destroyed.

Please review the enclosed list of files to determine whether or not you wish to receive the records identified. Once you have done so, please fill out the enclosed form ("Instructions Re Disposition of Files") and return it to us. The Firm will need to authorize the off-site storage facility to transfer your files directly to you, so it is important that you return the form to us if you intend to obtain custody of any materials stored off-site.

If you do not wish to receive custody of your files, either hardcopy or electronic, please so indicate on the enclosed form, thereby approving their destruction.

**Important
Note**

IF WE DO NOT RECEIVE A RESPONSE FROM YOU POSTMARKED, FAXED OR EMAILED BY JULY 30, 2009, THE RECORDS SHOWN ON THE ENCLOSED LIST WILL AUTOMATICALLY BE PERMANENTLY DESTROYED WITHOUT FURTHER NOTICE TO YOU.

In light of its dissolution and bankruptcy filing, the Firm is not in a position to absorb any of the costs associated with transferring records to its former clients. **You will therefore be responsible for all costs associated with the transfer of these records, including any hourly charges, file access charges, shipping, handling, and permanent removal charges.** Such file(s) will not be disposed of or abandoned by the Debtor if adequate arrangements are made with the Debtor or the possessor of the file by September 30, 2009. If adequate arrangements are not made for the retrieval of the files by September 30, 2009, the files may be destroyed without further notice.

For matters handled by the Firm for you in recent years, the Firm is also likely to have custody of electronic files containing such items as documents, emails, and other electronic images or data. You are entitled to receive those materials, in electronic form, should you so desire. The Firm is not in a position to absorb any of the costs associated with copying or transferring these files. Therefore, you will be asked to pay for the copying and related charges.

If you wish to obtain the electronic records, please so indicate in the attached form. We will then contact you and provide you with an estimate of the costs associated with copying and transferring these records, along with instructions concerning the necessary electronic hardware you will need to provide to us for this task.

We look forward to receiving your response as soon as possible. Thank you for your cooperation.

Very truly yours,

The Dissolution Committee
Heller Ehrman LLP

Enclosures:

Instructions re Disposition of Files
Off-Site Facility Contact Information
Client Records List

[CLIENT NAME AND NUMBER]

Instructions re Disposition of Files

(Please provide the following information)

Contact Name:	
Address	
Direct Telephone	
Fax Number	
Email address	

I DO wish to take custody of ALL hard copy records for the matters identified in the attached list(s). I hereby agree to make arrangements directly with the off-site storage facility(ies) identified in the attached list(s) for transfer of the records to the location(s) I will identify. I agree to be responsible for all costs associated with such transfer.

I DO wish to take custody of ALL electronic records for the matters identified in the attached list(s). I hereby agree to pay the costs associated with copying and shipping such electronic records to the location(s) I will identify upon request, and to pay such amounts upon request.

I DO NOT wish to take custody of any records identified in the attached list(s), whether in hard copy or electronic format. I hereby authorize Heller Ehrman LLP to DESTROY ALL of these records, whether in hard copy or electronic format, without further notice.

I DO wish to take custody of some but not all of the records identified in the attached list(s). I have marked each page to indicate which hard copy and electronic records will be transferred to the location(s) I will designate, and which may be destroyed. I hereby agree to make arrangements directly with the off-site storage facility(ies) identified in the attached list(s) for transfer of hard copy records to the location(s) I will identify. I agree to be responsible for all costs associated with such transfer. I agree to be responsible for, and to pay upon request, the costs associated with the copying and shipping of electronic records to the location(s) I will designate upon request. I hereby authorize Heller Ehrman LLP to destroy all of the remaining records, whether in hard copy or electronic format, that I did not mark for transfer, without further notice.

Signature

Dated

Print Name

Please email this form to: RecordsRequest@HellerEhrman.com or
Please FAX to: +1 (415) 772-6268 or mail to:
Heller Ehrman
333 Bush Street
San Francisco, CA 94104

Off-Site Facility Contacts

Facility Name	Address	Phone	Contact

Off-Site Records for Client (NUMBER)

Matter	MatterName	Facility Name	BoxID

Exhibit B**NOTICE OF INTENT TO DISPOSE OF CLIENT FILES**

ATTENTION: To all former clients of Heller Ehrman LLP (formerly known as Heller Ehrman White & McAuliffe LLP) (the “Debtor”). The Debtor, a chapter 11 debtor, was an international law firm founded in the 1890’s with its headquarters in San Francisco, California.

On April 24, 2009, the United States Bankruptcy Court for the Northern District of California (the “Bankruptcy Court”) entered an Order authorizing the Debtor to dispose of certain client files remaining in its possession pursuant to certain file disposition procedures set forth herein.

Parties who believe that their file(s) are in the possession of the Debtor and desire to retrieve such file(s) are asked to follow these file disposition procedures. There is no requirement that you retrieve your file(s). However, after a certain period of time, set forth below, all unretrieved files will be destroyed.

HOW TO REQUEST AN OPPORTUNITY TO RETRIEVE YOUR FILE

To request an opportunity to claim and retrieve a client file, (i) the former client on whose behalf services were rendered; (ii) a qualified agent of such client; or (iii) the attorney formerly or presently responsible for the file, shall complete and return a File Retrieval Form, according to the instructions contained therein, which form can be obtained by contacting the Debtor at:

Records Request@HellerEhrman.com

or

Heller Ehrman

Attention: Records Request

Fax: +1 (415) 772-6268

Phone: +1 (415) 772-6000

Such forms must be received by the Debtor by July 30, 2009.

To the extent a File Retrieval Form is timely received, the identity of the client or qualified agent requesting the file(s) will be verified and all available information concerning the location of the file(s) will be provided and such former client or qualified agent will be provided an opportunity to obtain the file(s). It will be the client’s responsibility to pay for all delivery and related retrieval charges. Such file(s) will not be disposed of or abandoned by the Debtor if adequate arrangements are made with the Debtor or the possessor of the file by September 30, 2009. If adequate arrangements are not made for the retrieval of the files by September 30, 2009, the files may be destroyed without further notice.

CONSEQUENCES OF FAILURE TO REQUEST AN OPPORTUNITY TO RETRIEVE YOUR CLIENT FILE

FOR THOSE FILES FOR WHICH NO FILE RETRIEVAL FORM IS TIMELY RECEIVED, THE BANKRUPTCY COURT HAS GRANTED THE DEBTOR THE AUTHORITY TO DESTROY SUCH FILES. ACCORDINGLY, YOUR FILE (OR YOUR CLIENT’S FILE) MAY BE DESTROYED IF YOU CHOOSE NOT TO ACT BY JULY 30, 2009.