

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF SOUTH CAROLINA**

In re:

Sand Castle South Timeshare Owners
Association, Inc.,

Debtor.

Case No. 19-02764-jw

Chapter 11

**AFFIDAVIT ON BEHALF OF ZEALANDIA HOLDING COMPANY, INC.,
LATOUR HOTELS AND RESORTS, INC., RESORT TRAVEL AND
XCHANGE, INC. AND ZEALANDIA CAPITAL, INC.**

PERSONALLY APPEARED before me, H. Catherine Claussen, who, being duly sworn, deposes and says that:

1. I am the Vice President of Zealandia Holding Company, Inc. ("Zealandia Holding"), and I am authorized to provide this affidavit on behalf of it.

2. In my capacity as the Vice President of Zealandia Holding, I am familiar with LaTour Hotels and Resorts, Inc. ("LaTour"), Resort Travel and Xchange, Inc. ("Resort Travel and Xchange") and Zealandia Capital, Inc. ("Zealandia Capital"), which are subsidiaries of Zealandia Holding, and I am authorized to provide this affidavit on behalf of LaTour, Resort Travel and Xchange and Zealandia Capital as a representative of them.

3. This affidavit is provided in connection with the employment of Nexsen Pruet, LLC ("Nexsen Pruet") as the attorney for Sand Castle South Timeshare Owners Association, Inc. (the "Debtor") in its Chapter 11 bankruptcy case, Case No. 19-02764-jw in the United States Bankruptcy Court for the District of South Carolina.

4. Prior to the filing of the Debtor's bankruptcy case, LaTour made a loan to the Debtor in the amount of \$75,000.00 for the Debtor to use in providing a retainer required by Nexsen Pruet for its services to the Debtor in preparations for filing the Chapter 11 case and in representing the Debtor in the case.

5. In making the loan to the Debtor, LaTour understood and intended that Nexsen Pruet was, and does, represent the Debtor and no other party in this case, and that Nexsen Pruet does not represent LaTour or have any obligations to LaTour.

6. Zealandia Holding, Resort Travel and Xchange and Zealandia Capital likewise understand that Nexsen Pruet represents the Debtor and not any of them in this case.

7. Zealandia Holding, LaTour, Resort Travel and Xchange and Zealandia Capital each understand that, as the Debtor's attorney, Nexsen Pruet may take positions which are adverse to them, as necessary or appropriate for the Debtor and its bankruptcy estate.

8. Zealandia Holding, LaTour, Resort Travel and Xchange and Zealandia Capital have and will be represented by their own legal counsel, not Nexsen Pruet, in matters involving the Debtor.

H Catherine Clausen
(Name)

June 5, 2019
State of North Carolina, County of Buncombe
SWORN to and subscribed before me
this 5th day of June, 2019

Natalie J. Hoffman
Notary Public for North Carolina
My Commission Expires: 11-1-2020

