

Exhibit A

(Verified Statement of Bonnie Glantz Fatell)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----	:	Chapter 11
In re	:	
	:	
The SCO GROUP, INC., <i>et al.</i> , ¹	:	Case No. 07-11337 (KG)
	:	(Jointly Administered)
Debtors.	:	
-----	:	Hearing: September 24, 2009 @ 2:00 PM (EST)
	:	Objections: September 17, 2009 @ 4:00 PM (EST)

**(I) VERIFIED STATEMENT OF BONNIE GLANTZ FATELL IN
SUPPORT OF THE APPLICATION OF THE CHAPTER 11 TRUSTEE
FOR ENTRY OF AN ORDER PURSUANT TO SECTIONS 327(a), 328, 330
AND 331 OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 2014(a)
AND 2016, AND LOCAL RULE 2014-1 AUTHORIZING THE
EMPLOYMENT OF BLANK ROME LLP AS COUNSEL TO THE
CHAPTER 11 TRUSTEE NUNC PRO TUNC TO AUGUST 25, 2009**

STATE OF DELAWARE)

COUNTY OF NEW CASTLE)

I, **BONNIE GLANTZ FATELL**, verify and say:

1. I am a partner in the law firm of Blank Rome LLP ("Blank Rome"), with offices at 1201 Market Street, Suite 800, Wilmington, Delaware 19801, and other locations, and I am duly authorized to make this verified statement (the "Verified Statement") on behalf of Blank Rome. I make this Verified Statement in support of the *Application of the Chapter 11 Trustee for Entry of an Order Pursuant to Sections 327(a), 328, 330 and 331 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Rule 2014-1 Authorizing the Employment of*

¹ The Debtors and the last four digits of each of the Debtors' federal tax identification numbers are as follows: (a) The SCO Group, Inc., a Delaware corporation, Fed. Tax Id. #2823; and (b) SCO Operations, Inc., a Delaware corporation, Fed. Tax Id. #7393.

Blank Rome LLP as Counsel to the Chapter 11 Trustee Nunc Pro Tunc to August 25, 2009 (the “Application”).²

2. This Verified Statement is given in part on personal knowledge and in part on information and belief based on discussions with individuals at Blank Rome whom I consider reliable for the purposes of the matters discussed, and in part on reviewing records provided to me by Blank Rome colleagues and employees.

3. Blank Rome is a nationally recognized firm with extensive experience in bankruptcy and reorganization proceedings, including, without limitation, representing debtors and debtors in possession, trustees, creditors and creditors’ committees, and others in chapter 11 and chapter 7 cases. Its sophisticated practice also spans many other areas of law, including, without limitation, corporate, environmental, securities, commercial litigation, white collar crime, employee benefits, tax, and intellectual property matters. Blank Rome is well qualified to represent the Trustee in these chapter 11 cases (the “Chapter 11 Cases”).

4. The Trustee has selected Blank Rome as counsel to represent him in the Chapter 11 Cases because of the firm’s experience in reorganization cases, and its ability to perform the services needed effectively, expeditiously and efficiently for the benefit of the Trustee and these estates.

5. As set forth in the Application, Blank Rome will provide services to the Chapter 11 Trustee in respect of the following non-exhaustive duties as set forth in Bankruptcy Code section 1106:

- a) Collect and reduce to money the property of the estate for which such Trustee serves, and close such estate as expeditiously as is compatible with the best interests of parties in interest;

² Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Application.

- b) Be accountable for all property received;
- c) Ensure that obligations specified in 11 U.S.C. § 521(2)(B) are fulfilled;
- d) Investigate the acts, conduct, assets, liabilities, financial condition and financial affairs of the Debtors, the operation of the Debtors' business and desirability of the continuance of such business, and any other matter relevant to the case or to the formulation of a plan;
- e) If a purpose would be served, examine proofs of claim and object to the allowance of any claim that is improper;
- f) Assist in the preparation of periodic reports and summaries of the operation of the businesses, including a statement of receipts and disbursements, and such other information as the United States Trustee or this Court requires;
- g) Make a final report and file a final account of the administration of the estate with this Court and with the United States Trustee;
- h) Appear in this Court and represent the interest of the Trustee and the estates;
- i) Provide litigation services to the Trustee;
- j) Assist the Chapter 11 Trustee in the analysis of third party litigation and liquidation of assets in accordance with the Bankruptcy Code and the Local Rules;
- k) As soon as practicable, file a statement of any investigation conducted, including any fact ascertained pertaining to fraud, dishonesty, incompetence, misconduct, mismanagement, or irregularity in the management of the affairs of the Debtors, or to a cause of action available to the estate;
- l) As soon as practicable, file a plan under section 1121 of this title, file a report of why the Trustee will not file a plan, or recommend conversion of the case to a case under chapter 7, 12, or 13 of this title or dismissal of the case;
- m) For any year for which the debtor has not filed a tax return required by law, furnish, without personal liability, such information as may be required by the governmental unit with which such tax return was to be filed, in light of the condition of the debtor's books and records and the availability of such information;
- n) After confirmation of a plan, file such reports as are necessary or as the court orders; and
- o) Provide any other legal services to the Trustee that is appropriate, necessary and proper in these chapter 11 cases.

6. Blank Rome has undertaken an extensive examination of its database of existing and former clients to determine whether it had or has any connections with parties in interest in the Chapter 11 Cases. Specifically, Blank Rome's analysis included an examination of the entities set forth on the list of potential parties in interest which is attached hereto as Exhibit 1. Blank Rome is in the process of reviewing additional entities. To that extent, our review of these entities may require additional disclosure. We will supplement this verified statement as appropriate.

7. Based on the database examination of the entities specified on Exhibit 1, we have concluded that Blank Rome does not represent any entity in the Chapter 11 Cases which has an adverse interest in connection with these cases. Blank Rome is a disinterested person, as such term is defined in the Bankruptcy Code. *See* 11 U.S.C. §§ 101(14), 327(a), 1107(b).

8. It is possible that Blank Rome may have represented or may continue to represent creditors, or interest holders of the Debtors in unrelated matters from time to time, but Blank Rome is not representing (and will not represent) any such persons in the Chapter 11 Cases. While Blank Rome has taken all reasonable steps to ascertain whether current or recent clients are creditors of the Debtors, affiliated with creditors of the Debtors, or are otherwise parties in interest, it is possible that there are relationships or connections of which Blank Rome is not aware through reasonable diligence. Should Blank Rome become aware of any connections with other creditors or parties in interest, Blank Rome will supplement this Verified Statement.

9. Blank Rome is a "disinterested person" as that term is defined in 11 U.S.C. § 101(14) in that Blank Rome, its members, of counsel and associates:

a) are not creditors of the Debtors, equity security holders of the Debtors, or insiders³ of the Debtors;

b) are not and were not, within 2 years before the Petition Date, directors, officers, or employees of the Debtors; and

c) do not have an interest materially adverse to the interest of the Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, or for any other reason.

10. Additionally, neither Blank Rome, any member of Blank Rome, any attorney who is of counsel to Blank Rome, nor any associate of Blank Rome, insofar as I have been able to ascertain:

a) presently represents a creditor or equity interest holder of the Debtors, or a person otherwise adverse or potentially adverse to the Debtors or the Debtors' estates on any matter that is related to the Debtors or the Debtors' estates or on any matter that is unrelated to the Debtors or the Debtors' estates;

b) has any other connection with the Debtors, their creditors, the Office of the United States Trustee or any employee of that office or any other parties in interest; or

c) has any other interest, direct or indirect, which may affect or be affected by the proposed representation.

11. Blank Rome will represent no entity other than the Trustee in connection with the Chapter 11 Cases. However, Blank Rome may represent a successor in interest to the Trustee and these estates pursuant to a confirmed plan in the Chapter 11 Cases.

12. Blank Rome has not received a retainer.

13. As part of its practice, Blank Rome appears in cases, proceedings and transactions involving many different attorneys, financial advisors, accountants and creditors, some of which may represent the Debtors in these cases or may represent creditors or parties in interest or be claimants and parties in interest in the Chapter 11 Cases. Blank Rome does not and will not

³ The term "insider" as used herein shall have the same meaning ascribed to it in 11 U.S.C. § 101(31).

represent any such entity in connection with the Chapter 11 Cases. Further, also as part of its practice, Blank Rome has on a regular basis interacted with the Office of the United States Trustee and its authorized counsel and representatives.

14. Blank Rome's customary hourly rates, subject to change from time to time, are \$425 to \$785 for partners, \$245 to \$485 for associates and counsel to the firm, and \$105 to \$280 for paraprofessionals.

15. No promises have been made or received by Blank Rome nor any partner, counsel or associate thereof as to payment or compensation in connection with these chapter 11 cases. Blank Rome has no agreement with any entity to share with such entity any compensation received by Blank Rome in these cases.

16. Blank Rome requests that its employment be deemed effective as of the Appointment Date, in light of the continuing nature of the services which must be performed in order for Blank Rome to properly represent the Trustee and in order to avoid any prejudice resulting from any administrative delay in the signing of an employment order.

17. No agreement or understanding exists between Blank Rome and any other person (other than members or employees of the firm) to share compensation received for services to be rendered in connection with this representation.

18. By reason of the foregoing, I believe that Blank Rome is eligible for employment and retention by the Committee pursuant to 11 U.S.C. §§ 327, 328 and 1106 and applicable Bankruptcy Rules.

19. Blank Rome reserves the right to amend or supplement this Verified Statement from time to time, as deemed necessary or appropriate.


Bonnie Glantz Fatell

Sworn to and subscribed before me on
this 31st day of August, 2009.


NOTARY PUBLIC

TAMARA LYNN MOODY
NOTARY PUBLIC
STATE OF DELAWARE
My commission expires April 18, 2011

EXHIBIT 1

(Potential Parties in Interest)

Cattleback Holdings
IBM
Me, Inc.
Me Software, Inc.
Microsoft
Novell Inc.
Red Hat Inc.
SCO Global Holdings
Sun Microsystems
The SCO Group