

# EXHIBIT A

Hord Motion to Withdraw as Counsel

CAUSE NO. 03-01-00267-CV

EMERSON HOME BUYERS ASSOCIATION, AS INFORMAL ASSOCIATION OF APRIL UNDERWOOD, ET AL,	§ § § §	IN THE DISTRICT COURT
V.	§ §	410 <sup>TH</sup> JUDICIAL DISTRICT OF
EMERSON MANUFACTURED HOMES, LTD., RAYBON LAND & CO., LTD, RAYBON HOMES, LLC, TRAKE HOMES, LLC., ET AL.	§ § §	MONTGOMERY COUNTY, TEXAS

**UNOPPOSED MOTION TO WITHDRAW**

Hirsch & Westheimer, P.C., by and through Michael F. Hord, Jr. files this Motion to Withdraw as counsel and would respectfully show unto the Court as follows.

1. The undersigned firm currently represents Keith Raybon ("**Raybon**"), Individually, as well as Emerson Manufactured Homes, Ltd., Emerson Land Ltd., Raybon Homes, LLC, Raybon Land & Co., Ltd., Trake Homes, LLC, and W.E.R. Investments Ltd. ("**Emerson Defendants**"). Keith Raybon is the primary principal of the Emerson Defendants and is fully authorized to act on their behalf. Mr. Raybon has filed for Chapter 13 Bankruptcy Protection under CASE NO. 04-42128-H1-13 in the United States Bankruptcy Court for the Southern District of Texas-Houston Division. The plan in that bankruptcy has been confirmed. The only party to this litigation that filed a proof of claim was intervener National City Mortgage Company d/b/a Accubanc Mortgage and they have now withdrawn their claim. The claims bar date has passed.

2. The Emerson Defendants are unable to pay the undersigned law firm for additional fees incurred in the present litigation and have requested that the undersigned law firm be allowed to withdraw as attorney of record for all of the Emerson Defendants. Additionally, Raybon requests that the undersigned law firm be allowed to withdraw as attorney of record for

him. This case concerns various causes of action against the Emerson Defendants and the Emerson Defendants, to the extent necessary, contend they have legitimate defenses to Plaintiffs claims. However, the Emerson Defendants are unable to afford additional fees and expenses.

3. Hirsch & Westheimer, P.C. was engaged pursuant to an unambiguous retainer letter. Pursuant to the terms of the retainer letter, Hirsch & Westheimer, P.C. is authorized to withdraw as counsel from the present case and Mr. Raybon, who is the only client contact for the Emerson Defendants, has consented to the relief requested herein.

4. A copy of this Motion has been delivered to Mr. Raybon, both individually and as the principal participant in the Emerson Defendants. Mr. Raybon's address at the time of the filing of this Motion is:

Keith S. Raybon  
131 Misty Harbor West  
Montgomery, Texas 77356

The last known address of the Emerson Defendants is:  
904 West Montgomery, Suite 4-511  
Willis, Texas 77378

WHEREFORE, PREMISES CONSIDERED, Hirsch & Westheimer, P.C. respectfully prays that this Court authorize their withdrawal as counsel in this matter.

Respectfully submitted,

HIRSCH & WESTHEIMER, P.C.

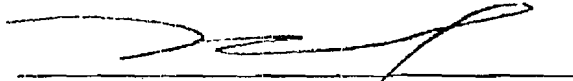
By: 

Michael F. Hord, Jr.  
State Bar No. 00784294  
700 Louisiana, 25<sup>th</sup> Floor  
Houston, Texas 77002  
Telephone: (713) 220-9182  
Facsimile: (713) 223-9319

**ATTORNEYS FOR DEFENDANTS KEITH  
RAYBON, EMERSON MANUFACTURED  
HOMES, LTD., EMERSON LAND LTD.,  
RAYBON HOMES, LLC, RAYBON LAND  
AND COMPANY, LLC, TRAKE HOMES LLC  
AND W.E.R. INVESTMENTS, LTD.**

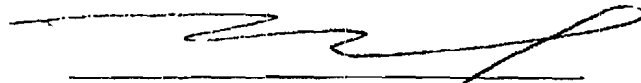
**CERTIFICATE OF CONFERENCE**

In addition to speaking with counsel for Plaintiffs and Intervenors, who are unopposed to this Motion, I have sent a letter to all known remaining Counsel who have not indicated that they are opposed to this Motion.

  
Michael F. Hord, Jr.

**CERTIFICATE OF SERVICE**

On this 3<sup>rd</sup> day of May, 2005, I hereby certify that a true and correct copy of the foregoing Motion to Withdraw was served on all counsel of record via electronic filing on LexisNexis File & Serve.

  
Michael F. Hord, Jr.

CAUSE NO. 03-01-00267-CV

EMERSON HOME BUYERS ASSOCIATION, AS INFORMAL ASSOCIATION OF APRIL UNDERWOOD, ET AL,	§ § § §	IN THE DISTRICT COURT
V.	§ §	410 <sup>TH</sup> JUDICIAL DISTRICT OF
EMERSON MANUFACTURED HOMES, LTD., RAYBON LAND & CO., LTD, RAYBON HOMES, LLC, TRAKE HOMES, LLC., ET AL.	§ § §	MONTGOMERY COUNTY, TEXAS

**ORDER ON UNOPPOSED MOTION TO WITHDRAW**

Having reviewed the Unopposed Motion to Withdraw of Michael F. Hord, Jr. and the law firm of Hirsch & Westheimer, P.C., to withdraw as attorneys for Keith Raybon, Individually, as well as Emerson Manufactured Homes, Ltd., Emerson Land Ltd., Raybon Homes, LLC, Raybon Land & Co., Ltd., Trake Homes, LLC, and W.E.R. Investments Ltd., and considering the arguments of counsel, it is the Court's opinion that said Motion should be GRANTED. It is therefore,

ORDERED, that Michael F. Hord, Jr. and Hirsch & Westheimer, P.C. is withdrawn as attorneys for Keith Raybon, Individually, as well as Emerson Manufactured Homes, Ltd., Emerson Land Ltd., Raybon Homes, LLC, Raybon Land & Co., Ltd., Trake Homes, LLC, and W.E.R. Investments Ltd.

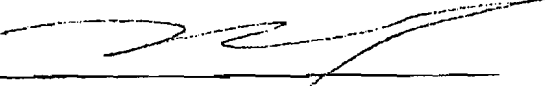
Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2005.

\_\_\_\_\_  
JUDGE PRESIDING

APPROVED:

HIRSCH & WESTHEIMER, P.C.

By: \_\_\_\_\_

  
Michael F. Hord, Jr.  
State Bar No. 00784294  
700 Louisiana, 25<sup>th</sup> Floor  
Houston, Texas 77002  
Telephone: (713) 220-9182  
Facsimile: (713) 223-9319

**ATTORNEYS FOR DEFENDANTS KEITH RAYBON,  
EMERSON MANUFACTURED HOMES, LTD.,  
EMERSON LAND LTD., RAYBON HOMES, LLC,  
RAYBON LAND AND COMPANY, LLC,  
TRAKE HOMES LLC AND W.E.R. INVESTMENTS, LTD.**

MAY 03 2005

CAUSE NO. 03-01-00267-CV

SARAH A. GARDNER ABAMICK District Clerk MONTGOMERY COUNTY, TEXAS  
By: *[Signature]*

EMERSON HOME BUYERS ASSOCIATION, AS INFORMAL ASSOCIATION OF APRIL UNDERWOOD, ET AL,	§ § § §	IN THE DISTRICT COURT
V.	§ §	410 <sup>TH</sup> JUDICIAL DISTRICT OF
EMERSON MANUFACTURED HOMES, LTD., RAYBON LAND & CO., LTD, RAYBON HOMES, LLC, TRAKE HOMES, LLC., ET AL.	§ § §	MONTGOMERY COUNTY, TEXAS

**ORDER ON UNOPPOSED MOTION TO WITHDRAW**

Having reviewed the Unopposed Motion to Withdraw of Michael F. Hord, Jr. and the law firm of Hirsch & Westheimer, P.C., to withdraw as attorneys for Keith Raybon, Individually, as well as Emerson Manufactured Homes, Ltd., Emerson Land Ltd., Raybon Homes, LLC, Raybon Land & Co., Ltd., Trake Homes, LLC, and W.E.R. Investments Ltd., and considering the arguments of counsel, it is the Court's opinion that said Motion should be GRANTED. It is therefore,

ORDERED, that Michael F. Hord, Jr. and Hirsch & Westheimer, P.C. is withdrawn as attorneys for Keith Raybon, Individually, as well as Emerson Manufactured Homes, Ltd., Emerson Land Ltd., Raybon Homes, LLC, Raybon Land & Co., Ltd., Trake Homes, LLC, and W.E.R. Investments Ltd.

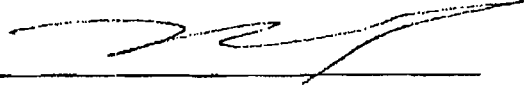
Signed this 3 day of May, 2005.

*[Signature]*  
JUDGE PRESIDING

APPROVED:

HIRSCH & WESTHEIMER, P.C.

By: \_\_\_\_\_

  
Michael F. Hord, Jr.  
State Bar No. 00784294  
700 Louisiana, 25<sup>th</sup> Floor  
Houston, Texas 77002  
Telephone: (713) 220-9182  
Facsimile: (713) 223-9319

**ATTORNEYS FOR DEFENDANTS KEITH RAYBON,  
EMERSON MANUFACTURED HOMES, LTD.,  
EMERSON LAND LTD., RAYBON HOMES, LLC,  
RAYBON LAND AND COMPANY, LLC,  
TRAKE HOMES LLC AND W.E.R. INVESTMENTS, LTD.**