

EXHIBIT C

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF ALABAMA, SOUTHERN DIVISION**

In Re:)	Case No: 11-12254-WRS-11
)	
SMALL LOANS, INC., et al.)	Chapter 11
)	
Debtors.)	Jointly Administered

**AFFIDAVIT AND DISCLOSURE STATEMENT OF ROBERT O. SANDS,
ON BEHALF OF OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.C.**

STATE OF GEORGIA)
)
COUNTY OF FULTON)

Robert O. Sands, being duly sworn, upon his oath, deposes and says:

1. I am a Shareholder of Ogletree, Deakins, Nash, Smoak & Stewart, P.C., located at the address of 191 Peachtree Street NE, Suite 4800, Atlanta, Georgia 30303 (the "Firm").

2. On December 16, 2011, Small Loans, Inc., The Money Tree, Inc., The Money Tree of Louisiana, Inc., The Money Tree of Florida Inc., and The Money Tree of Georgia Inc. (collectively, the "Debtors") filed voluntary chapter 11 bankruptcy cases in this Court.

3. On April 30, 2012, S. Gregory Hays was appointed as chapter 11 bankruptcy trustee (the "Trustee") in the above-referenced chapter 11 cases and the Trustee has requested that the Firm provide attorney labor and employment representation services to the Trustee. The Firm has consented to provide such services.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases.

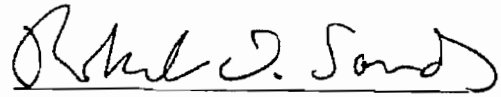
The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Trustee with any other person other than the principals and regular employees of the Firm.

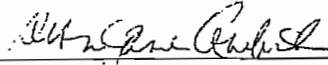
6. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

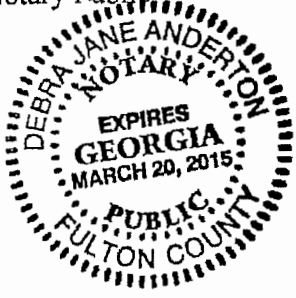
7. The Debtors owe the Firm \$2,336.00 for prepetition services (prepetition means before December 16, 2011).

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

By: 
Robert O. Sands

Subscribed and sworn to before me
this 15th day of June, 2012.


Notary Public



**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF ALABAMA, SOUTHERN DIVISION**

In Re:)	Case No: 11-12254-WRS-11
)	
SMALL LOANS, INC., et al.)	Chapter 11
)	
Debtors.)	Jointly Administered

RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY S. GREG HAYS,
CHAPTER 11 TRUSTEE,

**DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE TRUSTEE, TO:**

Bradley R. Hightower
Christian & Small LLP
505 Twentieth Street North
Suite 1800
Birmingham, Alabama 35203
Phone (205) 795-6588
Fax (205) 328-7234
brh@csattorneys.com

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Ogletree, Deakins, Nash, Smoak & Stewart, P.C.
191 Peachtree Street NE
Suite 4800
Atlanta, Georgia 30303
2. Date of retention: December 16, 2011
3. Type of services provided (accounting, legal, etc.):

Legal

4. Brief description of services to be provided:

Attorney labor and employment representation regarding the Debtors' employees.

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly.

Average hourly rate (if applicable):

\$150.00 monthly retainer and hourly rates of:

Shareholders	-	\$390.00 - \$320.00
Associate	-	\$310.00 - \$225.00
Legal Assistants	-	\$175.00 - \$110.00

(a) Estimated average monthly compensation based on prepetition retention (if firm was employed prepetition):

\$3,500

6. Pre-petition claims against the Debtors held by the firm (pre-petition means before December 16, 2011):

Amount of claim: \$2,336.00

Date claim arose: November 1-November 30, 2011

Source of Claim: Defending employment claims and providing legal advice.

7. Pre-petition claims against the Debtors held individually by any member, associate, or professional employee of the firm:

Name: N/A

Status: _____

Amount of Claim: \$ _____

Date claim arose: _____

Source of claim: _____

8. Post-petition claims against the Debtors held by the firm (post-petition means on or after December 16, 2011 through the date that this form is signed):

Amount of claim: \$1,220.00

Date claim arose: January and February 2012

Source of Claim: Labor and employment legal services performed on behalf of the Debtors.

9. Post-petition claims against the Debtors held individually by any member, associate, or professional employee of the firm:

Name: N/A

Status: _____

Amount of Claim: \$ _____

Date claim arose: _____

Source of claim: _____

10. Stock of the Debtors currently held by the firm:

Kind of shares: N/A

No. of shares: _____

11. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: N/A

Status: _____

Kind of shares: _____

No. of shares: _____

12. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

None _____

13. Name of individual completing this form:

Robert O. Sands

12433145.1 (OGLETREE)